

AKIN GUMP STRAUSS HAUER & FELD LLP
One Bryant Park
New York, New York 10036
Telephone: (212) 872-1000
Facsimile: (212) 872-1002
Ira S. Dizengoff
Philip C. Dublin
Sara L. Brauner

*Counsel to the Official Committee of
Unsecured Creditors of Sears Holdings Corporation, et al.*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

	X
In re:	:
	:
SEARS HOLDINGS CORPORATION, et al.,	:
	:
Debtors. ¹	:
	:

**ELEVENTH MONTHLY FEE STATEMENT OF AKIN GUMP STRAUSS HAUER &
FELD LLP FOR PROFESSIONAL SERVICES RENDERED AND DISBURSEMENTS
INCURRED AS COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED
CREDITORS FOR THE PERIOD OF AUGUST 1, 2019 THROUGH AUGUST 31, 2019**

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innoval Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); SHC Licensed Business LLC (3718); SHC Promotions LLC (9626); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179

Name of Applicant:	Akin Gump Strauss Hauer & Feld LLP
Authorized to Provide Professional Services To:	The Official Committee of Unsecured Creditors of Sears Holdings Corporation, <i>et al.</i>
Date of Retention:	December 10, 2018 <i>nunc pro tunc</i> to October 24, 2018
Period for Which Compensation and Reimbursement Is Sought:	August 1, 2019 through August 31, 2019
Monthly Fees Incurred:	\$1,372,766.00
20% Holdback:	\$274,553.20
Total Compensation Less 20% Holdback:	\$1,098,212.80
Monthly Expenses Incurred:	\$93,272.94
Total Fees and Expenses Requested:	\$1,191,485.74

This is a x monthly interim final application

Akin Gump Strauss Hauer & Feld LLP (“Akin Gump”), counsel to the Official Committee of Unsecured Creditors (the “Creditors’ Committee”) of Sears Holdings Corporation and its affiliated debtors and debtors in possession (collectively, the “Debtors”), hereby submits this statement of fees and disbursements (the “Eleventh Monthly Fee Statement”) covering the period from August 1, 2019 through and including August 31, 2019 (the “Compensation Period”) in accordance with the *Order Authorizing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* (the “Interim Compensation Order”) [ECF No. 796]. By the Eleventh Monthly Fee Statement, and after taking into account certain voluntary discounts and reductions,² Akin Gump requests (a) interim allowance and payment of

² The total amount sought for fees and expenses (\$1,466,038.94) reflects voluntary reductions for the Compensation Period of \$69,894.00 in fees and \$8,737.34 in expenses.

compensation in the amount of \$1,098,212.80 (80% of \$1,372,766.00) for fees on account of reasonable and necessary professional services rendered to the Creditors' Committee by Akin Gump and (b) reimbursement of actual and necessary costs and expenses in the amount of \$93,272.94³ incurred by Akin Gump during the Compensation Period.

**FEES FOR SERVICES RENDERED
DURING THE COMPENSATION PERIOD**

Exhibit A sets forth a timekeeper summary that includes the respective names, positions, departments, bar admissions, hourly billing rates and aggregate hours spent by each Akin Gump professional and paraprofessional who provided services to the Creditors' Committee during the Compensation Period. The rates charged by Akin Gump for services rendered to the Creditors' Committee are the same rates that Akin Gump charges generally for professional services rendered to its non-bankruptcy clients.

Exhibit B sets forth a task code summary that includes the aggregate hours per task code spent by Akin Gump professionals and paraprofessionals in rendering services to the Creditors' Committee during the Compensation Period.

Exhibit C sets forth a complete itemization of tasks performed by Akin Gump professionals and paraprofessionals who provided services to the Creditors' Committee during the Compensation Period.

³ This amount includes \$50,867.75 of expenses relating to the payment of professional fees and expenses incurred by Akin Gump's document management and e-discovery provider, H5.

**EXPENSES INCURRED
DURING THE COMPENSATION PERIOD**

Exhibit D sets forth a disbursement summary that includes the aggregate expenses, organized by general disbursement categories, incurred by Akin Gump in connection with services rendered to the Creditors' Committee during the Compensation Period.

Exhibit E sets forth a complete itemization of disbursements incurred by Akin Gump in connection with services rendered to the Creditors' Committee during the Compensation Period.

NOTICE AND OBJECTION PROCEDURES

Notice of this Eleventh Monthly Fee Statement shall be given by hand or overnight delivery or email where available upon (i) Sears Holdings Corporation, 3333 Beverly Road, Hoffman Estates, Illinois 60179, Attention: Mohsin Y. Meghji (email: mmeghji@miiipartners.com); (ii) counsel to the Debtors, Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York, NY 10153, Attention: Ray C. Schrock (email: ray.schrock@weil.com), Jacqueline Marcus (email: jacqueline.marcus@weil.com), Garrett A. Fail (email: garrett.fail@weil.com), and Sunny Singh (email: sunny.singh@weil.com); (iii) William K. Harrington, the United States Trustee, U.S. Federal Office Building, 201 Varick Street, Suite 1006, New York, NY 10014, Attention: Paul Schwartzberg (e-mail: paul.schwartzberg@usdoj.gov) and Richard Morrissey (e-mail: richard.morrissey@usdoj.gov); (iv) counsel to Bank of America, N.A., Skadden, Arps, Slate, Meagher & Flom LLP, 4 Times Square, New York, NY 10036, Attention: Paul D. Leake (email: paul.leake@skadden.com), Shana A. Elberg (email: shana.elberg@skadden.com) and George R. Howard (email: george.howard@skadden.com); (v) Paul E. Harner, fee examiner, 1675 Broadway, New York, NY 10019 (e-mail: harnerp@ballardspahr.com); and (vi) counsel to the fee examiner, Ballard

Spahr LLP, 1675 Broadway, New York, NY 10019, Attention: Vincent J. Marriott (e-mail: marriott@ballardspahr.com) and Tobey M. Daluz (e-mail: daluzt@ballardspahr.com) (collectively, the “Notice Parties”).

Objections to this Eleventh Monthly Fee Statement, if any, must be filed with the Court and served upon the Notice Parties so as to be received no later than **October 29, 2019** (the “Objection Deadline”), setting forth the nature of the objection and the amount of fees or expenses at issue (an “Objection”).

If no objections to this Eleventh Monthly Fee Statement are filed and served as set forth above, the Debtors shall promptly pay eighty percent (80%) of the fees and one hundred percent (100%) of the expenses identified herein.

If an objection to this Eleventh Monthly Fee Statement is received on or before the Objection Deadline, the Debtors shall withhold payment of that portion of this Eleventh Monthly Fee Statement to which the objection is directed and promptly pay the remainder of the fees and disbursements in the percentages set forth above. To the extent such an objection is not resolved, it shall be preserved and scheduled for consideration at the next interim fee application hearing to be held by the Court.

[Remainder of page left blank intentionally]

Dated: New York, New York
October 14, 2019

AKIN GUMP STRAUSS HAUER & FELD LLP

By: /s/ Ira S. Dizengoff
Ira S. Dizengoff
Philip C. Dublin
Sara L. Brauner
One Bryant Park
New York, New York 10036
Telephone: (212) 872-1000
Facsimile: (212) 872-1002
Email: idizengoff@akingump.com
pdublin@akingump.com
sbrauner@akingump.com

*Counsel to the Official Committee of
Unsecured Creditors of Sears Holdings
Corporation, et al.*

Exhibit A

Timekeeper Summary

PARTNERS	DEPARTMENT	YEAR OF BAR ADMISSION	RATE (\$)	HOURS	AMOUNT (\$)
Allison Miller	Corporate	2003	1,250.00	10.70	13,375.00
Ira Dizengoff	Financial Restructuring	1993	1,550.00	43.00	66,650.00
Philip Dublin	Financial Restructuring	1999	1,475.00	81.50	120,212.50
Julius Chen	Litigation	2010	925.00	17.10	15,817.50
Lacy Lawrence	Litigation	2006	1,020.00	15.20	15,504.00
Joseph Sorkin	Litigation	2008	1,120.00	19.00	21,280.00
Total Partner				186.50	252,839.00
SENIOR COUNSEL & COUNSEL	DEPARTMENT	YEAR OF BAR ADMISSION	RATE (\$)	HOURS	AMOUNT (\$)
Sara Brauner	Financial Restructuring	2011	1,125.00	202.20	227,475.00
Katherine Demander	Financial Restructuring	2013	805.00	13.10	10,545.50
Dean Chapman	Litigation	2009	980.00	89.60	87,808.00
Roxanne Tizravesh	Litigation	2009	905.00	42.00	38,010.00
Dennis Windscheffel	Litigation	2004	905.00	16.90	15,294.50
Total Senior				363.80	379,133.00
ASSOCIATES	DEPARTMENT	YEAR OF BAR ADMISSION	RATE (\$)	HOURS	AMOUNT (\$)
Douglas Badini	Corporate	2017	690.00	13.30	9,177.00
Zachary Lanier	Financial Restructuring	2017	760.00	167.20	127,072.00
Shirin Mahkamova	Financial Restructuring	2019	560.00	111.50	62,440.00
Joseph Szydlo	Financial Restructuring	2019	560.00	163.60	91,616.00
Patrick Glackin	Litigation	2019	540.00	92.40	49,896.00
John Kane	Litigation	2016	770.00	88.40	68,068.00

Jillian Kulikowski	Litigation	2019	540.00	143.10	77,274.00
Jeff Latov	Litigation	2017	760.00	101.50	77,140.00
Elise Maizel	Litigation	2017	690.00	63.70	43,953.00
Sean Nolan	Litigation	2018	630.00	34.50	21,735.00
Daniel Park	Litigation	2011	690.00	23.60	16,284.00
Amanda Praestholm	Litigation	2017	555.00	5.60	3,108.00
Saurabh Sharad	Litigation	2015	815.00	29.80	24,287.00
Russell Collins	Staff Attorney	1998	455.00	121.80	55,419.00
Total Associates				1,160.00	727,469.00
STAFF ATTORNEYS PARALEGALS & LEGAL ASSISTANTS	DEPARTMENT	YEAR OF BAR ADMISSION	RATE (\$)	HOURS	AMOUNT (\$)
Dagmara Krasa-Berstell	Financial Restructuring	N/A	395.00	14.60	5,767.00
Sophia Levy	Financial Restructuring	N/A	235.00	11.40	2,679.00
Bennett Walls	Litigation	N/A	205.00	23.80	4,879.00
Total Legal Assistants				49.80	13,325.00
Total Hours / Fees Requested				1,760.10	1,372,766.00

ALL PROFESSIONALS	BLENDED RATE (\$)	TOTAL BILLED HOURS	TOTAL COMPENSATION (\$)
Partners and Counsel	1,148.41	550.30	631,972.00
Associates	627.13	1,160.00	727,469.00
Paralegals/Non-Legal Staff	267.57	49.80	13,325.00
Blended Timekeeper Rate	779.94		
Total Fees Incurred		1,760.10	1,372,766.00

Exhibit B

Task Code Summary

Task Code	Matter	Hours	Value (\$)
2	General Case Administration	12.40	7,914.00
3	Akin Gump Fee Application/Monthly Billing Reports	131.10	96,260.50
4	Analysis of Other Professional Fee Applications/Reports	34.70	23,916.00
6	Retention of Professionals	0.10	147.50
7	Creditor Committee Matters/Meetings (including 341 meetings)	17.10	19,474.50
8	Hearings and Court Matters/Court Preparation	37.00	27,298.50
9	Financial Reports and Analysis	0.40	597.50
11	Executory Contract/Lease Issues	2.10	1,642.00
12	General Claims Analysis/Claims Objections	66.40	69,675.00
13	Analysis of Pre-Petition Transactions	816.10	537,288.50
15	Secured Creditors Issues/Communications/Meetings	42.40	38,824.50
16	Automatic Stay Issues	65.30	50,161.00
19	Labor Issues/Employee Benefits	26.90	31,814.50
22	Disclosure Statement/Solicitation/Plan/Confirmation	442.90	403,506.50
23	Asset Dispositions/363 Asset Sales	63.00	62,125.50
25	Travel Time	2.20	2,120.00
TOTAL:		1,760.10	1,372,766.00

Exhibit C

Itemized Fees



SEARS CREDITORS COMMITTEE
CHIEF FINANCIAL OFFICER
SEARS HOLDING CORP.
3333 BEVERLY ROAD
HOFFMAN ESTATES, IL 60179
ATTN: ROBERT RIECKER

Invoice Number 1852182
Invoice Date 10/11/19
Client Number 700502
Matter Number 0001

Re: RESTRUCTURING

FOR PROFESSIONAL SERVICES RENDERED:

MATTER SUMMARY OF TIME BILLED BY TASK :

		<u>HOURS</u>	<u>VALUE</u>
002	Case Administration	12.40	\$7,914.00
003	Akin Gump Fee Application/Monthly Billing Reports	131.10	\$96,260.50
004	Analysis of Other Professionals Fee Applications/Reports	34.70	\$23,916.00
006	Retention of Professionals	0.10	\$147.50
007	Creditors Committee Matters/Meetings (including 341 Meetings)	17.10	\$19,474.50
008	Hearings and Court Matters/Court Preparation	37.00	\$27,298.50
009	Financial Reports and Analysis	0.40	\$597.50
011	Executory Contract/Lease Issues	2.10	\$1,642.00
012	General Claims Analysis/Claims Objections	66.40	\$69,675.00
013	Analysis of Pre-Petition Transactions	816.10	\$537,288.50
015	Secured Creditors Issues/Communications/Meetings	42.40	\$38,824.50
016	Automatic Stay Issues	65.30	\$50,161.00
019	Labor Issues/Employee Benefits	26.90	\$31,814.50
022	Disclosure Statement/Solicitation/Plan/Confirmation	442.90	\$403,506.50
023	Asset Dispositions/363 Asset Sales	63.00	\$62,125.50
025	Travel Time	2.20	\$2,120.00
	TOTAL	1760.10	\$1,372,766.00

<u>Date</u>	<u>Tkpr</u>	<u>Task</u>		<u>Hours</u>
08/01/19	SM	002	Circulate new filings to FR team (.3) and update case calendar (.3).	0.60
08/02/19	JES	002	Compile and circulate recently filed pleadings to Akin team.	1.00
08/05/19	SM	002	Circulate new filings to FR and litigation teams.	0.30
08/06/19	SM	002	Review and circulate new filings to FR and litigation teams (.9); update case calendar (.4).	1.30
08/07/19	SM	002	Update case calendar (.2) and circulate new filings to FR team (.2).	0.40
08/08/19	ISD	002	Communications with P. Dublin re logistics and case issues.	0.20
08/08/19	PCD	002	Emails with I. Dizengoff re pending legal issues.	0.20
08/08/19	SM	002	Review and circulate new filings to FR and litigation team members.	0.20
08/09/19	SM	002	Circulate new filings to FR and litigation teams (.3); update case calendar (.2).	0.50
08/12/19	SM	002	Circulate new filings to FR team.	0.10
08/14/19	SM	002	Circulate new filings to FR team members (.2); update case calendar (.1).	0.30
08/15/19	SM	002	Circulate new filings to FR team members (.5); update case calendar (.2).	0.70
08/19/19	SM	002	Circulate new filings (.1) and update case calendar (.1).	0.20
08/20/19	SM	002	Circulate new filings to FR and litigation team members (.3) and update case calendar (.2).	0.50
08/21/19	SLB	002	Monitor docket (.6) and review case calendar (.2).	0.80
08/21/19	SM	002	Circulate new filings to FR and litigation teams (.4); update case calendar (.9).	1.30
08/22/19	SM	002	Circulate new filings to FR team members.	0.20
08/23/19	SLB	002	Attention to case calendar and scheduling issues.	0.30
08/23/19	SM	002	Circulate new filings to FR team (.3) and update case calendar (.2).	0.50
08/26/19	SM	002	Review and circulate new filings to FR team members.	0.20
08/27/19	SDL	002	Circulate hearing transcript.	0.10
08/28/19	SM	002	Review and circulate new filings to FR and litigation team members (.6); update case calendar (.4).	1.00
08/29/19	SM	002	Circulate new filings to FR team members.	0.40
08/30/19	SM	002	Update case calendar (.9); circulate new filings to FR team (.2).	1.10
08/01/19	JKP	003	Draft litigation insert for second interim fee application.	1.80
08/01/19	SM	003	Review invoice for privilege and confidentiality.	3.20
08/01/19	JES	003	Revise second interim fee application (2.6); review invoice for privileged information and compliance with UST guidelines (2.0).	4.60
08/01/19	SDL	003	File certificate of service re fee statement.	0.30
08/02/19	JRK	003	Revise litigation insert to fee application.	1.30
08/02/19	JES	003	Review and revise second interim fee application.	2.90
08/04/19	JKP	003	Revise litigation team insert for second interim fee application.	5.20
08/05/19	ZDL	003	Review and provide comments to second interim fee application (2.1); communications with J. Szydlo re same (.5).	2.60
08/05/19	SM	003	Review invoice for privilege and confidentiality.	1.80
08/05/19	JES	003	Revise second interim fee application (2.8); communications with Z. Lanier re same (.5).	3.30
08/06/19	DK	003	Confer with Z. Lanier re drafting of exhibits to 2nd interim fee application (.2); review monthly fee statements for 2nd interim fee period (1.1); draft exhibit spreadsheets to 2nd interim fee application (1.0); update spreadsheets with relevant data (3.3).	5.60
08/06/19	SLB	003	Prepare insert for Akin Fee Application (1.5); multiple internal communications with Z. Lanier re same (.5).	2.00
08/06/19	ZDL	003	Communications with D. Krasa-Berstell re interim fee application exhibits (.2); revise same (1.5); review June invoice for compliance with UST guidelines and privilege/confidentiality (3.4); communications with	5.60

<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
08/07/19	DK	003 S. Brauner re fee application (.5). Review monthly fee statements for 2nd interim fee period (1.0); revise workbook for exhibits to 2nd interim fee application (3.2).	4.20
08/07/19	JES	003 Correspond with accounting re second interim fee application.	0.50
08/08/19	SLB	003 Review and revise Fee Application (3.7); multiple communications with members of Akin FR team re same (.9).	4.60
08/08/19	JES	003 Review and respond to correspondence from members of FR team re second interim fee application.	0.30
08/08/19	SDL	003 Review invoice for privileged information.	1.50
08/09/19	ZDL	003 Revise second interim fee application (.9); correspond with J. Szydlo re same (.2).	1.10
08/09/19	JRK	003 Correspondence with J. Szydlo regarding the litigation inserts to fee application.	0.30
08/09/19	SM	003 Review invoice for privilege and confidentiality.	1.10
08/09/19	JES	003 Revise second interim fee application (7.7); correspond with Z. Lanier re same (.2); correspond with J. Kulikowski re litigation insert to fee application (.3).	8.20
08/12/19	PCD	003 Review fee examiner statement re professional fees.	0.20
08/12/19	SLB	003 Internal communications with J. Szydlo re Akin fee application (.7); review revised version of the same (.6).	1.30
08/12/19	JES	003 Revise second interim fee application (5.5); communications with S. Brauner re same (.7); draft fee statement for month of June (.4).	6.60
08/13/19	PCD	003 Review and comment on fee application (3.5); confer with S. Brauner and Z. Lanier re same (.2).	3.70
08/13/19	DK	003 Review invoice for privileged information.	0.70
08/13/19	SLB	003 Review and revise Akin Fee Application (1.8); communications with Z. Lanier re same (.7); confer with P. Dublin and Z. Lanier re same (.2).	2.70
08/13/19	ZDL	003 Finalize fee application (1.0); communications with S. Brauner re same (.7); confer with P. Dublin and S. Brauner re same (.2).	1.90
08/13/19	JES	003 Revise second interim fee application and exhibits.	6.50
08/14/19	PCD	003 Review correspondence re fee application.	0.20
08/14/19	DK	003 Prepare second interim fee application for filing (.7); revise exhibits to same (1.1); prepare June fee statement for filing (.5).	2.30
08/14/19	SLB	003 Finalize Akin Fee Application and coordinate filing of the same (2.2); multiple communications with J. Szydlo re the same (.8); communications with R. Tucker re same (.1).	3.10
08/14/19	ZDL	003 Finalize fee application (1.8); finalize June fee statement (.7).	2.50
08/14/19	JES	003 Draft fee statement for month of June (1.2); prepare materials for fee examiner re same (1.5); revise second interim fee application (6.9); communication with S. Brauner re same (.8).	10.40
08/15/19	ZDL	003 Communications with MIII re fee payments.	0.20
08/15/19	JES	003 Finalize and upload materials for fee examiner (1.1); review invoice for privilege and confidentiality (3.3).	4.40
08/20/19	SLB	003 Communications with UST re Akin fee application (.4); internal communications with Z. Lanier re same (.5); analyze issues re same (1.3).	2.20
08/20/19	ZDL	003 Draft response to UST inquiries re fee application (.5); communications with S. Brauner re same (.5).	1.00
08/21/19	ISD	003 Review response re UST rate inquiries.	0.50
08/21/19	PCD	003 Review objection to professional fees (.2); correspond with UST re same (.5).	0.70
08/21/19	SLB	003 Prepare materials for UST in connection with Akin Fee Application (.5); multiple communications with Z. Lanier re the same (.3); communications with Weil re objection to professional fees (.2); internal communications with members of the FR team re the same (.2).	1.20
08/21/19	ZDL	003 Prepare additional response to UST re fee application questions (1.1);	1.60

<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
		communications with S. Brauner re same (.3); correspond with members of FR team re same (.2).	
08/21/19	SM	003 Correspond with members of FR team re UST comments to fee application.	0.20
08/23/19	SLB	003 Review correspondence from members of FR team re US Trustee inquiry re Akin Fee Application.	0.30
08/23/19	JES	003 Review invoice for privilege and confidentiality.	0.80
08/24/19	PCD	003 Communications with FR team members re response to UST (.2); review draft response and comment on same (.3).	0.50
08/24/19	SLB	003 Review and revise response to US Trustee re Akin Fee Application (1.4); multiple internal communications with members of FR team re same (.4).	1.80
08/24/19	ZDL	003 Communications with members of Akin team re response to UST questions (.5); revise response to UST (.4).	0.90
08/25/19	PCD	003 Review and revise response to UST questions (.4); correspond with S. Brauner re same (.2).	0.60
08/25/19	SLB	003 Revise response to UST questions re fee application (.5); correspond with P. Dublin re same (.2).	0.70
08/26/19	SM	003 Review invoice for privilege and confidentiality.	0.90
08/27/19	ISD	003 Review response to UST re fees/rates.	0.20
08/27/19	PCD	003 Begin review of supplemental certification of fees (.3); communications with Z. Lanier re same (.5).	0.80
08/27/19	ZDL	003 Draft supplemental certification to fee app (.7); revise same (.2); communications with P. Dublin re same (.5).	1.40
08/28/19	ISD	003 Review supplemental certification re fees/rates.	0.20
08/28/19	PCD	003 Review and comment on supplemental certification re fee application (.8); communications with UST re same (.6).	1.40
08/28/19	SLB	003 Draft and revise correspondence to UST re fee application (.7); revise supplemental certification re same (.6); coordinate filing of the same (.2).	1.50
08/28/19	ZDL	003 Finalize supplemental certification re fee app.	0.40
08/28/19	JES	003 Review invoice for privilege and confidentiality.	2.20
08/28/19	SDL	003 File and serve supplemental certification re fee application.	0.40
08/07/19	ZDL	004 Review FTI fee app (.3); review HL fee app (.3).	0.60
08/08/19	ZDL	004 Coordinate filing of HL fee statement.	0.20
08/08/19	JES	004 Review draft HL fee statement (.3); correspond with HL re same (.2); coordinate filing of same (.1).	0.60
08/08/19	SDL	004 File (.5); and serve (.3) HL fee statement.	0.80
08/09/19	ZDL	004 Correspond with HL re fee application.	0.20
08/12/19	SLB	004 Communications with UCC professionals re fee applications.	0.40
08/12/19	ZDL	004 Revise HL and FTI fee applications.	0.60
08/14/19	DK	004 Prepare Houlihan and FTI fee applications for filing (.7); file the same (.3).	1.00
08/14/19	ZDL	004 Review and coordinate filing of FTI and HL fee applications.	0.90
08/21/19	ZDL	004 Review objection of Mien Co to professional fees.	0.30
08/26/19	SLB	004 Review prof fee objection and analyze issues re same.	0.50
08/29/19	ISD	004 Review fee objection issues.	0.50
08/29/19	PCD	004 Review fee objection and joinders (.2); correspond with Weil re same (.2).	0.40
08/29/19	ZDL	004 Review fee objections filed by admin creditors (.6); communications with S. Mahkamova re potential responses (.3); conduct research re same (1.2); review transcripts in connection with same (.4).	2.50
08/29/19	SM	004 Conduct research in connection with fee objections (2.9); communications with Z. Lanier re same (.3).	3.20
08/29/19	JES	004 Conduct research in connection with objections to fee application.	6.10
08/30/19	SLB	004 Communications with Weil re payment of professional fees (.2); analyze issues re same (2.1).	2.30

<u>Date</u>	<u>Tkpr</u>	<u>Task</u>		<u>Hours</u>
08/30/19	ZDL	004	Draft outline re response to various fee objections filed by admin creditors (4.2); conduct research re same (1.1); call with M. Eisler re issues relating to same (.3); communications with Weil re same (.3).	5.90
08/30/19	SM	004	Conduct research in connection with fee objections.	2.90
08/30/19	JES	004	Conduct research re professional fee application issues (4.2); review invoice for privilege and confidentiality (.6).	4.80
08/02/19	PCD	006	Correspond with Debtors re OCPs.	0.10
08/01/19	SLB	007	Prepare correspondence to Committee re case status and open issues (.3); communications with Committee members re the same (.2).	0.50
08/02/19	SLB	007	Communications with Committee members re status and open issues, including resolution of claims.	0.70
08/05/19	SLB	007	Communications with Committee members re open issues and prepare responses to questions in connection with the same (.9); communications with FTI re Committee member questions (.5).	1.40
08/06/19	SLB	007	Communications with Committee members re status and next steps.	0.70
08/07/19	ZDL	007	Communications with Committee re case updates.	0.40
08/08/19	PCD	007	Calls with creditors re case status.	0.40
08/08/19	SLB	007	Multiple communications with Committee members re open issues and scheduling.	0.90
08/09/19	PCD	007	Calls with creditors re case status.	0.50
08/09/19	SLB	007	Communications with Committee members re open issues and next steps (.7); communications with FTI and Akin teams re Committee questions in connection with the same (.6).	1.30
08/12/19	JLS	007	Participate on call with committee re case status and strategy (.4); follow-up communications with committee member (.3).	0.70
08/12/19	ISD	007	Prepare for (.3) and attend professionals call (.4) and Committee call (.4), review materials for Committee call (.9).	2.00
08/12/19	PCD	007	Prepare for Committee call (.3); participate on pre-call with UCC professionals (.4); participate on Committee call (.4); review and comment on revised deck for Committee (.8); confer with S. Brauner re same (.2).	2.10
08/12/19	SLB	007	Prepare materials for (.3) and participate on (.4) Committee call; communications with FTI re materials for the same (.2); confer with P. Dublin re presentation for Committee (.2).	1.10
08/12/19	ZDL	007	Prepare for (.2) and attend (.4) Committee update call; follow up with Committee member re same (.3).	0.90
08/21/19	SLB	007	Communications with Committee members re status and next steps.	0.30
08/21/19	ZDL	007	Correspond with Committee re case updates.	0.30
08/22/19	ZDL	007	Multiple communications with creditor re case status and questions.	1.10
08/23/19	PCD	007	Respond to creditor questions re case status.	0.20
08/23/19	ZDL	007	Prepare response to creditor inquiry.	0.80
08/28/19	JES	007	Call with creditor re case status.	0.20
08/29/19	JES	007	Call with creditor re case updates.	0.60
08/02/19	SLB	008	Communications with Committee members re hearing on cure costs (.2); internal communications with J. Szydlo re the same (.1); review summary of the same (.2).	0.50
08/02/19	JES	008	Telephonically attend hearing re landlord cure cost dispute (2.6); draft summary of same (.6); communications with S. Brauner re same (.1).	3.30
08/05/19	SDL	008	Organize materials for upcoming hearing.	1.30
08/06/19	SLB	008	Review materials re upcoming hearing and related prep.	0.40
08/06/19	SDL	008	Submit proposed electronic device order (.3); organize court call listen-only line (.1).	0.40
08/09/19	JLS	008	Prepare for and participate in chambers conference re confirmation hearing and APA dispute scheduling.	0.40
08/09/19	ISD	008	Participate in chambers conference.	0.40
08/09/19	PCD	008	Attend chambers conference re scheduling (.4); follow-up communications with Debtors (.9).	1.30

<u>Date</u>	<u>Tkpr</u>	<u>Task</u>		<u>Hours</u>
08/09/19	SLB	008	Participate on telephonic chambers conference re scheduling issues (.4); communications with Weil and Akin teams re upcoming hearings and scheduling in connection with the same (.5).	0.90
08/10/19	SLB	008	Communications with Weil re upcoming hearings.	0.40
08/15/19	PCD	008	Review correspondence re upcoming hearings.	0.20
08/19/19	SDL	008	Organize CourtCall (.2); submit proposed electronic device order (.4); organize materials for upcoming hearing (1.0).	1.60
08/20/19	SLB	008	Internal communications with S. Mahkamova re upcoming hearing.	0.20
08/20/19	SM	008	Review and compile materials for upcoming hearing (.2); communications with S. Brauner re upcoming hearing (.2).	0.40
08/20/19	SDL	008	Prepare materials for hearing.	0.80
08/21/19	SLB	008	Prepare talking points for hearing in connection with 1114 Modification Motion (1.5); multiple communications with Weil re the same (.5); review materials in connection with the same (1.0).	3.00
08/21/19	SM	008	Review hearing agenda (.2); coordinate preparation of materials for upcoming hearing (.7).	0.90
08/21/19	SDL	008	Organize CourtCall for upcoming hearing (.3); prepare materials for upcoming hearing (1.5).	1.80
08/22/19	ISD	008	Attend chambers conference (.2); follow-up communications with P. Dublin re same (.2).	0.40
08/22/19	PCD	008	Communications with FR team members re chambers conference and hearing.	0.40
08/22/19	SLB	008	Attend Chambers conference (.2) and hearing (2.1); review and revise summary of the same for the Committee (.5); communications with members of FR team re same (.9).	3.70
08/22/19	ZDL	008	Attend hearing (2.1); prepare summary of same (.2); communications with members of FR team re hearing (.2).	2.50
08/22/19	SM	008	Review pleadings in preparation for 8/23/2019 hearing re MOAC Mall lease assumption and assignment dispute (1.7); communications with FR team members re chambers conference (.4).	2.10
08/22/19	JES	008	Prepare materials for upcoming hearing.	2.50
08/23/19	SM	008	Prepare for (1.2) and telephonically attend (4.3) hearing re Transform dispute with MOAC Mall in connection with the notice of assumption and assignment; prepare summary of hearing for FR team members (1.2).	6.70
08/27/19	ZDL	008	Review and annotate transcript from 8/22 hearing.	0.50
08/01/19	PCD	009	Correspond with Debtors re cash collateral/solvency tracker issues.	0.20
08/15/19	ISD	009	Review latest solvency tracker.	0.10
08/15/19	PCD	009	Review solvency tracker re cash collateral.	0.10
08/01/19	SM	011	Review pleadings re dispute between landlord and Transform.	0.60
08/02/19	JES	011	Review pleadings re landlords cure cost disputes.	0.60
08/20/19	PCD	011	Review adequate assurance filings.	0.40
08/23/19	ZDL	011	Revise summary of cure cost dispute issues.	0.50
08/01/19	PCD	012	Communications with Debtors and UCC professionals re administrative claims issues (.7); analyze administrative claim motion (.5).	1.20
08/01/19	SLB	012	Prepare correspondence to Committee re Sears Canada claims issues.	0.50
08/03/19	PCD	012	Review proposed admin claims orders and comment on same.	0.30
08/06/19	ISD	012	Call with Debtors' advisors re admin claim issues.	0.60
08/06/19	PCD	012	Call with Debtors re admin claim issues (.6); review materials re same (.7); analyze claim objection (.5).	1.80
08/06/19	SLB	012	Review and respond to correspondence from Debtors' Canadian counsel re Sears Canada litigation and related issues.	0.50
08/06/19	ZDL	012	Review claims reconciliation analysis.	0.70
08/07/19	ISD	012	Participate in calls with UCC professionals re admin claim analysis (1.2); review correspondence re same (.3); review materials re same (.5).	2.00
08/07/19	PCD	012	Calls with UCC professionals re administrative claim analyses and	2.50

<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
		related issues (1.2); review materials re same (.8); review claims objections (.4); review correspondence with Wisconsin Dept of Rev. re settlement (.1).	
08/07/19	SLB	012 Analyze issues re Debtors' proposed settlement with Wisconsin DOR (.3); review summary to Committee re same (.2); internal communications with Z. Lanier re same (.2); communications with Weil re same (.2); communications with members of Herrick team re proposed resolution of privilege issue in connection with Cyrus claims (.3); analyze the same (.4).	1.60
08/07/19	ZDL	012 Analyze claim settlement proposal (.6); communications with S. Brauner re same (.2); email FTI re same (.3); prepare and send recommendation to Committee re same (.5); review claim reconciliation analysis (.5); call with Weil re same (.5).	2.60
08/07/19	JES	012 Conduct research re claims issues (5.7); draft correspondence re same (3.0).	8.70
08/08/19	PCD	012 Communications with Debtors re administrative solvency and related administrative claims issues.	0.50
08/09/19	PCD	012 Review claims analysis materials.	0.40
08/11/19	PCD	012 Review and comment on solvency/claims analysis presentation.	0.90
08/12/19	PCD	012 Review claims reconciliation analysis (1.4); multiple communications with FTI re same (1.2).	2.60
08/12/19	SLB	012 Communications with Weil re Team Worldwide claims and related issues (.2); analyze the same (.3).	0.50
08/13/19	ISD	012 Review and analyze admin claim issues based on latest solvency analysis.	0.90
08/13/19	PCD	012 Prepare for (.3) and participate on (.4) call with debtor professionals re administrative claims issues and related matters; review Team Worldwide proposal (.4); confer with S. Brauner re same (.1), call with FTI re administrative claims and related matters (.8); review documents re same (.9).	2.90
08/13/19	SLB	012 Prepare for (.2) and participate on (.4) call with Weil re Team Worldwide claims; communications with Z. Lanier re same and related research issues (.2); confer with P. Dublin re same (.1).	0.90
08/13/19	ZDL	012 Attend call with Weil re Team Worldwide claims (.4); conduct research in connection with same (.9); communications with S. Brauner re same (.2).	1.50
08/14/19	ISD	012 Review correspondence re admin claims issues.	0.90
08/14/19	PCD	012 Correspond with Weil re administrative claims issues (.3); correspond with Canadian counsel re Canadian litigation issues (.3).	0.60
08/14/19	ZDL	012 Conduct research in connection with analysis of Team Worldwide claims.	1.30
08/15/19	ISD	012 Review latest admin claim detail.	0.70
08/15/19	PCD	012 Correspond with Debtors re Canadian litigation and document access/discovery (.2); confer with S. Brauner re same (.2); review administrative claim detail (.7).	1.10
08/15/19	SLB	012 Review draft omnibus objection to vendor 503(b)(9) claims (.2); confer w/ G. Fail re same (.2); confer with P. Dublin re Canadian litigation (.2).	0.60
08/15/19	ZDL	012 Conduct research re claims and potential claim settlements.	0.30
08/16/19	ISD	012 Call with UCC professionals re admin claims.	0.30
08/16/19	PCD	012 Call with UCC professionals re administrative claims (.3) review claims analysis (.5), review email summary of call with company (.1).	0.90
08/16/19	ZDL	012 Review claim research re indemnification obligations (1.1); review indemnity agreements (.5); conduct research re same (1.9); communications with S. Mahkamova re same (.2).	3.70
08/16/19	SM	012 Review background documents re Debtors' indemnity agreements (.5); conduct research re same (5.1); communications with Z. Lanier re same	5.80

<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
		(.2).	
08/17/19	PCD	012 Review proposed settlement terms with taxing authorities.	0.30
08/17/19	SLB	012 Review correspondence from Debtors' re proposed tax claim settlement.	0.20
08/19/19	ZDL	012 Conduct research re indemnity claim issues (2.1); review POCs filed by tax jurisdictions and analyze impact of proposed settlement language (1.4).	3.50
08/20/19	SM	012 Review research re administrative expense claims.	0.40
08/21/19	ISD	012 Participate in professionals' calls re admin claims analysis (.6); review materials in connection with same (.2).	0.80
08/21/19	SDL	012 Review materials in connection with tax claims settlement and prepare summary for attorney review.	2.00
08/22/19	PCD	012 Correspond with FTI re claims issues (.7); review correspondence re Sears Canada claims and related issues (.6).	1.30
08/22/19	LML	012 Review and analyze proposed document production protocol in Canadian litigation.	0.40
08/23/19	PCD	012 Correspond with Debtors' Canadian counsel re Sears Canada issues.	0.20
08/23/19	SLB	012 Communications with UCC professionals re inquiries from Admin creditors (.4); analyze issues re same (.4).	0.80
08/26/19	SLB	012 Review correspondence and proposed language to resolve Team Worldwide's objections.	0.40
08/26/19	ZDL	012 Review response to omnibus claim objections.	0.40
08/27/19	PCD	012 Review claims objection response and related materials (.4); analyze creditors' motions for payment of administrative claims (.7).	1.10
08/27/19	SLB	012 Communications with creditor re claim recovery issues (.5); communications with Weil re same (.2).	0.70
08/27/19	ZDL	012 Review response re claim objections.	0.30
08/29/19	ISD	012 Review Debtors' claim estimates and analyze same.	0.70
08/30/19	ISD	012 Review latest admin claim analysis (.7); review correspondence with admin creditors re same (.4).	1.10
08/30/19	PCD	012 Review administrative and related claim analysis (1.3); review correspondence re same (.2).	1.50
08/01/19	JLS	013 Analyze strategy in connection with amended complaint.	0.70
08/01/19	RJC	013 Attend meeting with Paul Weiss regarding discovery issues and 2004 investigation (1.6); compile Board documents re prepetition transaction and draft Board document tracking chart (6.7).	8.30
08/01/19	DLC	013 Review outline and related discovery materials in preparation for PW discovery meeting (1.0); draft agenda for same (.7); attend PW meeting (1.6); review and comment on summary re same (.8); review and comment on follow-up discovery task list (.2); draft document re potential experts for litigation (1.2); communications with FTI re work streams in connection with same (.7); review and comment on legal research re same (.5).	6.70
08/01/19	RT	013 Communications with members of FR and litigation teams re meeting with Restructuring Subcommittee (1.1); review and revise draft outline for meeting with Restructuring Subcommittee (.5); participate telephonically in meeting with Restructuring Subcommittee (1.6); correspondence with E-Discovery re document searches (.3); correspondence with E-Discovery vendors re platform and go-forward discovery issues (.8); review additional revisions to document review memo (.2); review correspondence with FTI re analysis on prepetition transactions (.3).	4.80
08/01/19	SLB	013 Internal communications with members of Lit team re open issues in connection with investigation.	0.40
08/01/19	LML	013 Review and analyze agenda for upcoming discovery strategy session with counsel at Paul Weiss (.4); telephonically attend meeting with Paul Weiss to discuss status of discovery efforts in ongoing litigation (partial) (.9); review updates regarding status of research issues (.3).	1.60

<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
08/01/19	SS	013 Conduct legal research in connection with complaint.	3.00
08/01/19	JKP	013 Conduct research in connection with investigation and complaint.	6.20
08/01/19	EBM	013 Conduct research re prepetition transactions.	0.90
08/01/19	ZDL	013 Conduct research re prepetition transactions.	0.50
08/01/19	SMN	013 Conduct research re causes of action in amended complaint.	1.50
08/01/19	DP	013 Confer with K. Demander and A. Praestholm re prepetition transactions (.5); conduct research re same (.7); analyze memorandum re same (1.6).	2.80
08/01/19	KGD	013 Confer with D. Park and A. Praestholm regarding investigation workstreams and prepetition transactions (.5); review and comment on document review memorandum (1.8).	2.30
08/01/19	JRK	013 Revise document review memo (.5); review revisions to the amended complaint (.8); draft task list re amended complaint (1.1); correspond with members of the litigation team re prepetition transactions (.3); conduct research in connection with investigation (2.4).	5.10
08/01/19	PJG	013 Update Litigation task list (.2); review and revise document review memo (3.3).	3.50
08/01/19	BMW	013 Revise index of re prepetition transactions.	1.00
08/01/19	ACP	013 Perform research regarding pre-Seritage transactions (.6); confer with D. Park and K. Demander re same (.5).	1.10
08/02/19	RJC	013 Compile Board documents relevant to prepetition transactions (4.1); draft Board document tracking chart (2.5).	6.60
08/02/19	DLC	013 Review and comment on document review memorandum (.7); finalize memo to PW re discovery (.7).	1.40
08/02/19	RT	013 Correspondence with document vendor re E-discovery (.9); correspondence with litigation team re document collection and document review issues (.5); correspond with FTI re Financing Transactions (.6).	2.00
08/02/19	SLB	013 Communications with members of litigation team re open issues in connection with investigation and related claims and causes of action.	0.60
08/02/19	LML	013 Communications with litigation team members regarding document review platform and planning (.3); review updates regarding pleading requirements in connection with certain claims (.2).	0.50
08/02/19	SS	013 Conduct legal research re causes of action in complaint.	3.00
08/02/19	EBM	013 Conduct research re arguments relevant to complaint.	0.20
08/02/19	SMN	013 Conduct research in connection with complaint (1.9); draft memorandum re same (1.2).	3.10
08/02/19	DP	013 Review analysis re complaint issues (.8); conduct research re same (.8).	1.60
08/02/19	KGD	013 Review analysis of pre-Seritage issues (.4); correspond with team regarding next steps (.5).	0.90
08/02/19	JRK	013 Revise document review memo (.7); correspondence with members of the litigation team regarding the same (.1).	0.80
08/02/19	PJG	013 Conduct research re claims associated with amended complaint (1.7); correspond with members of litigation team re same (.2).	1.90
08/02/19	BMW	013 Update materials re prepetition transactions.	1.70
08/03/19	JRK	013 Conduct research related to the prepetition financing transactions (3.4); communications with lit team members re same (.6).	4.00
08/04/19	DLC	013 Continue review of document review memorandum.	1.00
08/04/19	JKP	013 Prepare list of discovery requests for counsel to Restructuring Subcommittee (1.0); correspond with financial advisors re same (.2).	1.20
08/04/19	JRK	013 Conduct research related to prepetition transactions.	2.50
08/05/19	JLS	013 Review and analyze issues in connection with amended complaint.	0.40
08/05/19	DLC	013 Review document review memorandum (.7); draft additional sections and provide comments to same (3.2); review litigation task list (.6); review and comment on conflict list (.5).	5.00
08/05/19	RT	013 Review updated document review memo (.4); call with P. Glackin and J. Kulikowski re investigation and document review updates (.5); review and revise draft litigation task list (.4); calls with E-Discovery vendors re	2.60

<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
		document review issues (.6); draft summary of document vendor issues (.5); communications with members of litigation team re amended complaint (.2).	
08/05/19	LML	013 Prepare agenda for upcoming Litigation team meeting to discuss case status and strategy (.3); review and revise summary and recommendation regarding document vendors (.4); review and analyze updates regarding document review efforts (.2); review and analyze draft document review memorandum (.3).	1.20
08/05/19	SS	013 Review and analyze legal memorandum in connection with complaint (2.2); correspondence with litigation team members re same (.4).	2.60
08/05/19	EBM	013 Conduct research in connection with investigation (2.0); correspondence with members of litigation team re complaint (.5).	2.50
08/05/19	JAL	013 Conduct research re open investigation issues and prepare summary of same.	4.30
08/05/19	SMN	013 Conduct research in connection with complaint.	5.00
08/05/19	DP	013 Revise task list re prepetition transactions workstreams.	0.40
08/05/19	KGD	013 Review and revise sections of complaint.	2.60
08/05/19	JRK	013 Correspondence with members of the litigation team regarding document review memo (.2); revise section of the amended complaint (6.5) and correspondence regarding the same with members of the litigation team (.6); call with R. Tizravesh and P. Glackin re investigation updates and work streams (.5); revise litigation task list (.5).	8.30
08/05/19	PJG	013 Update Litigation Task List (.3); call with J. Kulikowski and R. Tizravesh re status of investigation and work streams (.5); draft memo regarding claims and related issues (3.0); correspondence with litigation team members re same and complaint (.5).	4.30
08/06/19	JLS	013 Attend meeting re case status, tasks and strategy in connection with amended complaint and litigation (1.7); review and respond to correspondence re research and related issues in connection with amended complaint (.3).	2.00
08/06/19	DLC	013 Review and revise agenda for team meeting (.5); update task list in advance of meeting (.3); participate in team meeting re amended complaint (1.7); update task list re same (1.1); review form subpoena and draft revisions to same (1.0); confer with E. Maizel re amendment to complaint (.3); review legal research re same (.4); communications with FTI re solvency issues (.4); confer with J. Kane re discovery table (.5).	6.20
08/06/19	RT	013 Attend Sears litigation team meeting telephonically (1.7); correspondence with document vendor re platform issues (1.5); revise amended complaint (.9).	4.10
08/06/19	LML	013 Attend litigation team meeting by teleconference to discuss case status and task list for going forward (partial) (.6); review and analyze correspondence providing updates concerning discovery status (.4).	1.00
08/06/19	SS	013 Review document requests in connection with complaint (.5); draft additional requests for production (3.0).	3.50
08/06/19	JKP	013 Prepare chart summarizing custodians, date ranges, and search terms agreed upon by Restructuring Subcommittee and third parties during Rule 2004 investigation (1.2); confer with D. Chapman re same (.3).	1.50
08/06/19	EBM	013 Attend litigation team meeting re investigation (1.7); review background materials regarding prepetition transactions (2.5); confer with D. Chapman re amended complaint (.3).	4.50
08/06/19	JAL	013 Attend litigation team meeting (1.7); review revisions to amended complaint (1.6); correspond with members of lit team re same (1.0).	4.30
08/06/19	SMN	013 Attend meeting with litigation team members re complaint (1.7); communications with members of litigation team re same (.9).	2.60
08/06/19	KGD	013 Telephonically attend meeting with litigation team regarding status of investigation and outstanding tasks in connection with complaint (1.7);	2.40

<u>Date</u>	<u>Tkpr</u>	<u>Task</u>		<u>Hours</u>
08/06/19	JRK	013	review and revise sections of complaint (.7). Analyze legal research regarding claims and revise same (.5); attend meeting with the litigation team re investigation work streams (1.7); revise sections of the amended complaint (7.0) and correspondence regarding the same with members of the litigation team (.7).	9.90
08/06/19	PJG	013	Update and circulate litigation task list to litigation team (.1); attend litigation team meeting (1.7); update litigation task list following litigation team meeting (.6); draft section of amended complaint (3.8).	6.20
08/06/19	ACP	013	Participate telephonically in Akin litigation team meeting regarding outstanding investigation tasks (1.7); follow-up communications with members of litigation team re complaint (.3).	2.00
08/07/19	JLS	013	Review and analyze issues re additional claims and amended complaint.	0.30
08/07/19	DLC	013	Revise complaint (2.5); confer with S. Brauner re same (.2); review PW review protocol and follow-up internally and with PW re same (1.5); confer with E. Maizel re additional claims (.8).	5.00
08/07/19	RT	013	Review and revise updated complaint (.6); review correspondence from Restructuring Subcommittee re document collection and review protocols (.5).	1.10
08/07/19	SLB	013	Confer with D. Chapman re open investigation issues and complaint.	0.20
08/07/19	LML	013	Review and analyze updated version of allegations concerning prepetition transactions (.6); analyze issues regarding retention of document vendor (.3); analyze issue regarding production of documents potentially subject to common interest privilege (.2).	1.10
08/07/19	EBM	013	Perform factual research and analysis related to prepetition transactions (6.0); confer with D. Chapman re same (.8).	6.80
08/07/19	JAL	013	Review materials re prepetition transactions (2.9); review proposed revisions to amended complaint (1.5); review documents produced re RPT advisors (4.1).	8.50
08/07/19	SMN	013	Conduct research in connection with complaint and prepare correspondence re same.	3.00
08/07/19	KGD	013	Revise sections of complaint.	3.20
08/07/19	JRK	013	Revise sections of amended complaint and circulate revisions to members of the litigation team (4.0); conduct factual research related to prepetition financing transactions (3.0); correspond with P. Glackin re complaint (.4).	7.40
08/07/19	PJG	013	Review and revise draft insert for section of Amended Complaint (4.6); revise draft memo regarding claims associated with amended complaint (1.8); correspond with J. Kulikowski regarding the same (.4).	6.80
08/08/19	DLC	013	Review PW document review protocol and follow-up with PW re same (1.0); revise section of complaint (1.3); correspond with FTI re investigation work streams (.8).	3.10
08/08/19	RT	013	Call with J. Kane re discovery plan (.3); multiple communications with document vendor services and contract attorney services re E-Discovery issues (1.3); review and respond to correspondence with Restructuring Subcommittee re discovery issues (1.0); call with members of litigation team re status of complaint (.8); review and revise draft memo re claims associated with amended complaint (.8); confer with P. Glackin re same (.2).	4.40
08/08/19	LML	013	Review and analyze updates regarding document review protocols employed by Paul Weiss (.3); review and analyze updates regarding document vendor efforts (.2); review and analyze updated task list (.2).	0.70
08/08/19	JKP	013	Prepare documents received during Rule 2004 investigation (3.4); call with R. Tizravesh re discovery plan (.3); call with members of litigation team re status of complaint (.8).	4.50
08/08/19	EBM	013	Review precedent re claims associated with amended complaint.	0.60
08/08/19	JAL	013	Participate on call with members of litigation team re complaint (.8); review proposed changes to amended complaint (1.9); conduct research	9.90

<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
		re historical debt holdings of certain defendants (3.9); draft correspondence to chambers re third party subpoenas (1.5); draft litigation hold notice (1.8).	
08/08/19	SMN	013 Conduct research in connection with complaint (1.4); prepare correspondence re same (.7); review revisions to complaint (.5).	2.60
08/08/19	KGD	013 Draft summary of research and analysis on pre-Seritage transaction issues.	1.70
08/08/19	JRK	013 Revise sections of the amended complaint (6.0); conduct fact investigation related to the prepetition transactions (1.1); call with members of litigation team regarding the investigation of the prepetition financing transactions (.8).	7.90
08/08/19	PJG	013 Draft section of Amended Complaint (4.9); call with members of litigation team regarding investigation tasks (.8); confer with R. Tizravesh regarding claims associated with amended complaint (.2).	5.90
08/09/19	JLS	013 Review and respond to correspondence re amending complaint and related strategy and discovery issues.	0.40
08/09/19	DLC	013 Confer with counsel to Committee member re status of complaint (.5); revise draft email to Judge Drain and circulate same to litigation team (.5); confer with FTI re investigation issues (.5); follow-up with PW re complaint (.4).	1.90
08/09/19	RT	013 Review and revise memo re investigation and claims (.2); review metadata summaries from Restructuring Subcommittee (.4).	0.60
08/09/19	LML	013 Analyze issues regarding complaint (.3); review updates regarding status of document review issues (.3).	0.60
08/09/19	JPK	013 Review discovery documents provided to the UCC from the Restructuring Subcommittee.	0.50
08/09/19	EBM	013 Draft insert to amended complaint.	1.50
08/09/19	JAL	013 Review documents produced re financing transactions.	3.20
08/09/19	SMN	013 Review and revise amended complaint.	4.50
08/09/19	JRK	013 Revise sections of the amended complaint (5.8); review research memo regarding same (.9).	6.70
08/09/19	PJG	013 Review and revise memo re claims associated with amended complaint (1.6); review and revise section of amended complaint (1.7).	3.30
08/10/19	DLC	013 Review and respond to correspondence from PW re investigation issues.	0.50
08/10/19	RT	013 Review and revise sections of amended complaint.	2.60
08/10/19	JPK	013 Review and analyze discovery received from the Restructuring Subcommittee (2.0); correspond with discovery vendor regarding same (.5); draft documents re discovery received during Rule 2004 investigation (.5).	3.00
08/10/19	EBM	013 Revise section of complaint.	1.10
08/10/19	DP	013 Revise amended complaint (1.4); review analysis of pre-Seritage transactions (.3).	1.70
08/10/19	JRK	013 Review data provided by FTI in connection with prepetition financing transactions.	0.30
08/10/19	PJG	013 Revise draft amended complaint.	3.70
08/11/19	DLC	013 Review correspondence from PW re investigation (.5); review analysis of claims associated with amended complaint (.5).	1.00
08/11/19	RT	013 Correspond with A&M re prepetition financing transactions.	0.20
08/11/19	DP	013 Revise sections of amended complaint (1.8); conduct research re derivative litigation issues (.4).	2.20
08/11/19	JRK	013 Review updated draft complaint (.4); confer with P. Glackin re same (.6).	1.00
08/11/19	PJG	013 Review revisions to Amended Complaint (.2); confer with J. Kulikowski regarding the same (.6).	0.80
08/12/19	RJC	013 Compile documents relevant to prepetition transaction and draft Board document tracking chart.	7.20
08/12/19	DLC	013 Confer with PW re discovery items (.6); revise sections of amended	6.10

<u>Date</u>	<u>Tkpr</u>	<u>Task</u>		<u>Hours</u>
			complaint (5.5).	
08/12/19	RT	013	Review correspondence re discovery issues and documents produced by Restructuring Subcommittee.	0.10
08/12/19	SS	013	Review documents in connection with complaint.	2.20
08/12/19	JKP	013	Prepare chart summarizing discovery produced during Rule 2004 investigation (0.5); prepare correspondence summarizing discovery plan for adversary proceeding (4.6).	5.10
08/12/19	EBM	013	Draft insert to complaint re additional defendants.	3.10
08/12/19	JAL	013	Call with J. Kulikowski and P. Glackin re amended complaint (.8); review materials re claims against additional defendants (1.9).	2.70
08/12/19	SMN	013	Review materials in connection with complaint.	0.50
08/12/19	JRK	013	Revise multiple sections of amended complaint (8.9); call with J. Latov and P. Glackin re same (.8).	9.70
08/12/19	PJG	013	Review and revise draft Amended Complaint (6.2); call with J. Latov and J. Kulikowski re same (.8).	7.00
08/12/19	BMW	013	Compile materials re prepetition transactions.	1.40
08/13/19	JLS	013	Review correspondence re legal research and analysis.	0.60
08/13/19	RJC	013	Compile documents relevant to prepetition transaction and draft tracking chart re same.	6.90
08/13/19	DLC	013	Review analysis re D&O insurance issues in connection with complaint.	0.50
08/13/19	RT	013	Review correspondence re document collection issues.	0.10
08/13/19	JKP	013	Prepare chart summarizing discovery produced during Rule 2004 investigation (1.0); revise correspondence regarding plan for discovery during adversary proceeding (2.5); summarize responses and objections to document requests served on ESL (3.3).	6.80
08/13/19	EBM	013	Review background materials in connection with complaint.	0.30
08/13/19	JAL	013	Confer with J. Kulikowski and P. Glackin re financing transaction (.8); review materials re same (1.9).	2.70
08/13/19	JRK	013	Conduct legal research in connection with amended adversary complaint (1.2); conduct fact research regarding prepetition financing transactions (1.0); confer with J. Latov and P. Glackin regarding revisions to amended adversary complaint (.8); review and revise amended complaint (6.0).	9.00
08/13/19	PJG	013	Update Litigation Task List (.3); confer with J. Kulikowski and J. Latov regarding revisions to draft Amended Complaint (.8); review and revise draft Amended Complaint and review documents in connection with the same (2.6).	3.70
08/13/19	BMW	013	Compile documents in connection with investigation.	3.10
08/14/19	RJC	013	Compile documents relevant to prepetition transaction (6.7); draft tracking chart re same (1.4).	8.10
08/14/19	DLC	013	Revise draft amended complaint and circulate same (4.3); confer with R. Tizravesh re investigation work streams (.5); review legal research and analysis re insurance policies in connection with complaint (.5).	5.30
08/14/19	RT	013	Confer with D. Chapman re next steps for investigation (.5); review pleadings and documents in connection with prepetition transactions (1.0); confer with FTI re same (.5); correspondence with document vendor re document review issues (.3); analyze issues re draft complaint (1.1); review updated task list (.2).	3.60
08/14/19	LML	013	Review and comment on litigation task list.	0.40
08/14/19	SS	013	Review comments to subpoena.	0.50
08/14/19	JKP	013	Prepare chart summarizing discovery produced during Rule 2004 investigation (2.5); draft sections of amended adversary complaint regarding Seritage transaction (4.8).	7.30
08/14/19	EBM	013	Draft memorandum re open legal issues in connection with amended complaint.	2.50
08/14/19	JAL	013	Revise amended complaint (4.3); conduct research in connection with same (2.3).	7.60

<u>Date</u>	<u>Tkpr</u>	<u>Task</u>		<u>Hours</u>
08/14/19	SMN	013	Conduct research in connection with complaint.	1.80
08/14/19	DP	013	Revise sections of amended complaint.	2.30
08/14/19	JRK	013	Revise sections of amended adversary complaint (10.5); draft task list regarding the same for circulation to the litigation team (1.5).	12.00
08/14/19	PJG	013	Review and revise draft Amended Complaint (4.4); review Litigation Task List (.2).	4.60
08/14/19	BMW	013	Compile materials in preparation for litigation team meeting.	0.60
08/15/19	RJC	013	Attend meeting with litigation team via teleconference regarding pending tasks and strategy (1.5); compile documents relevant to prepetition transaction and draft document tracking chart (6.0).	7.50
08/15/19	DLC	013	Draft agenda for team meeting (.7); participate in team meeting re next steps and status of investigation (1.5); update litigation task list (1.0); confer with PW re document production issues (.4); review and analyze amendments to complaint (.9).	4.50
08/15/19	RT	013	Telephonically attend meeting with litigation team re case status and tasks (1.5); review and comment on amended complaint (.9); review updated litigation task list (.6); correspond with FTI re amended complaint (.1); review correspondence with Restructuring Subcommittee re document review issues (.1).	3.20
08/15/19	LML	013	Attend litigation team meeting via teleconference re status and strategy for adversary proceeding (1.5); review and analyze research summary regarding potential claims (.7); review and revise sections of complaint (1.2).	3.40
08/15/19	SS	013	Conduct legal research re additional causes of action.	2.20
08/15/19	JPK	013	Attend meeting with members of litigation team re status and strategy (1.5); prepare chart tracking discovery produced during Rule 2004 investigation (1.0); prepare chart regarding discovery agreements between Restructuring Subcommittee and producing parties (2.0).	4.50
08/15/19	EBM	013	Conduct research re claims in connection with amended complaint (2.6); attend team meeting re status and strategy for investigation (1.5); draft memorandum analyzing additional claims assertable in complaint (1.8).	5.90
08/15/19	JAL	013	Review documents re third party hold notices and subpoenas in connection with complaint (2.1); prepare analysis re same (1.9); revise draft litigation hold notice (1.7); prepare for (.7) and attend (1.5) meeting with members of litigation team re complaint.	7.90
08/15/19	SMN	013	Prepare documents for (.6) and attend (1.5) meeting with members of litigation team re complaint.	2.10
08/15/19	DP	013	Revise sections of amended complaint (3.4); analyze materials re prepetition transactions (1.3); conduct research in connection with same (.7).	5.40
08/15/19	JRK	013	Attend litigation team meeting re strategy for investigation (1.5); revise amended adversary complaint (4.0); draft summary of claims with respect to the same (2.0); revise glossary of terms for the amended adversary complaint (1.0).	8.50
08/15/19	PJG	013	Compile and review relevant public filings re prepetition transactions (.7); draft correspondence to FTI re same (.8); review and revise draft amended complaint (2.8); attend litigation team meeting (1.5).	5.80
08/15/19	BMW	013	Compile materials in connection with investigation.	2.60
08/15/19	ACP	013	Revise draft complaint.	2.50
08/16/19	RJC	013	Conduct research re prepetition transactions and draft tracking chart re same.	8.50
08/16/19	DLC	013	Confer with litigation team members re task list and legal research in connection with complaint (.3); communications with PW re discovery in connection with same (.2); review correspondence with FTI re complaint (.5).	1.00
08/16/19	RT	013	Correspond with FTI re amended complaint (.6); review and revise amended complaint (3.8); review correspondence with E-Discovery	4.90

<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
		vendor re document searches (.2); confer with members of litigation team re research in connection with complaint (.3).	
08/16/19	SS	013 Revise public shareholder subpoena in connection with complaint (.9); conduct legal research re same (1.9); communications with members of litigation team re same (.3).	3.10
08/16/19	JPK	013 Review correspondence with FTI re complaint.	1.00
08/16/19	EBM	013 Draft revisions to amended complaint.	1.00
08/16/19	JAL	013 Review materials in connection with complaint (2.0); communications with members of litigation team re same (.3).	2.30
08/16/19	JRK	013 Review and revise amended complaint (8.7); confer with members of the litigation team re research in connection with same (.3); edit glossary of terms in connection with same (1.0).	10.00
08/16/19	PJG	013 Update litigation task list re complaint (.6); conduct research in connection with complaint (1.1); review and revise complaint (2.8); confer with litigation team members re same (.3).	4.80
08/16/19	BMW	013 Compile materials in connection with investigation.	1.30
08/17/19	DLC	013 Review correspondence from members of Akin litigation team re complaint.	0.50
08/17/19	EBM	013 Review and provide comments on draft complaint (1.4); communications with litigation team members re same (.6).	2.00
08/17/19	JRK	013 Revise amended complaint (3.2); correspondence with litigation team members re the same (.3).	3.50
08/17/19	PJG	013 Review and revise draft amended complaint (2.4); communications with litigation team members re the same (.3).	2.70
08/18/19	JRK	013 Revise amended complaint.	4.60
08/18/19	PJG	013 Review and revise draft amended complaint.	4.60
08/19/19	RJC	013 Conduct research re prepetition transactions and draft tracking chart re same.	7.10
08/19/19	SS	013 Revise subpoenas in connection with complaint.	1.50
08/19/19	EBM	013 Draft inserts to complaint.	3.30
08/19/19	DP	013 Correspondence with litigation team members re revisions to amended complaint.	0.50
08/19/19	JRK	013 Revise amended complaint (8.4); correspondence with members of the litigation team re same (.8); conduct fact discovery in connection with same (1.9).	11.10
08/19/19	PJG	013 Review and revise draft amended complaint (4.8); correspondence with litigation team members re the same and related issues (.3).	5.10
08/19/19	BMW	013 Draft and revise index for investigation materials.	2.90
08/20/19	RJC	013 Conduct research re prepetition transactions and draft tracking chart re same.	6.40
08/20/19	DLC	013 Review correspondence re complaint.	0.80
08/20/19	RT	013 Review revised amended complaint (2.8); draft summary of issues re document review/collection in connection with same (1.4); review correspondence re document production from Restructuring Subcommittee (.2); correspondence with E-Discovery vendor re document searches (.3).	4.70
08/20/19	SS	013 Revise shareholder subpoena in connection with complaint.	2.40
08/20/19	EBM	013 Conduct research in connection with complaint.	6.00
08/20/19	SMN	013 Conduct research in connection with complaint.	1.50
08/20/19	DP	013 Analyze prepetition transaction documents.	1.10
08/20/19	JRK	013 Review and revise document review memo.	0.70
08/20/19	PJG	013 Revise document review memorandum and create index of the same (1.4); update litigation task list (.2); review documents in connection with prepetition transactions (.6).	2.20
08/21/19	RJC	013 Conduct research re prepetition transactions and draft document tracking chart re same.	7.40
08/21/19	DLC	013 Communications with litigation team members re discovery issues in	0.70

<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
		connection with complaint.	
08/21/19	RT	013 Communications with members of litigation team and FTI re discovery in connection with complaint.	0.80
08/21/19	SS	013 Revise subpoenas in connection with complaint (2.1); review recent case law re same (1.0).	3.10
08/21/19	EBM	013 Conduct research and draft memoranda in connection with complaint (5.5); revise subpoenas in connection with same (1.4).	6.90
08/21/19	SMN	013 Conduct research and draft memorandum in connection with complaint.	1.00
08/21/19	JRK	013 Review electronic discovery documents in connection with the investigation (3.0); correspondence with members of litigation team re the same (.3).	3.30
08/21/19	PJG	013 Review documents re prepetition transactions (.9); coordinate with H5 re document searches in connection with same (.3); revise document review memo and complete index of the same (1.1); communications with litigation team members re the same (.4).	2.70
08/21/19	BMW	013 Prepare board materials binders for circulation to lit team.	5.90
08/22/19	JLS	013 Attend meeting with litigation team members re status, strategy and tasks in connection with amended complaint.	1.30
08/22/19	RJC	013 Attend meeting with members of litigation team re pending tasks and strategy in connection with complaint (1.3); conduct research re prepetition transactions and draft document tracking chart re same (6.3).	7.60
08/22/19	DLC	013 Review and comment on subpoenas in connection with complaint (.8); prepare for (.5) and participate in (1.3) meeting with litigation team members re complaint; update task list re same (.7); analyze open discovery issues in connection with same (1.6); correspond with L. Lawrence re document vendor retention (.3).	5.20
08/22/19	RT	013 Review updated task list (.1); attend meeting (telephonically) with litigation team members re complaint and next steps (1.3).	1.40
08/22/19	LML	013 Attend meeting with litigation team members to discuss case status and strategy for going forward (1.3); correspond with D. Chapman re retention of document vendor (.3).	1.60
08/22/19	SS	013 Attend meeting with litigation team members re complaint (1.3); revise draft shareholder subpoenas (1.4).	2.70
08/22/19	JPK	013 Attend meeting with members of litigation team re complaint (1.3); prepare summary of responses and objections to document requests (2.4).	3.70
08/22/19	EBM	013 Revise and circulate memorandum in connection with prepetition transactions (3.3); attend meeting with litigation team members re case status (1.3).	4.60
08/22/19	JAL	013 Prepare for (.2) and attend (1.3) meeting with members of litigation team re complaint.	1.50
08/22/19	SMN	013 Attend meeting with litigation team members re case status and next steps (1.3); conduct research in connection with complaint (2.1).	3.40
08/22/19	DP	013 Attend meeting with litigation team members re case status updates (1.3); review and analyze documents in connection with prepetition transactions (1.6).	2.90
08/22/19	JRK	013 Review electronic discovery documents in connection with the investigation (2.0); attend meeting with members of the litigation team re complaint (1.3); revise the adversary complaint and circulate same to the litigation team (.5).	3.80
08/22/19	PJG	013 Revise and circulate updated litigation task list (.2); attend meeting with litigation team members re complaint (1.3); review documents in connection with prepetition transactions (1.3).	2.80
08/22/19	BMW	013 Conduct research re prepetition transactions.	3.30
08/23/19	RJC	013 Conduct research re prepetition transactions (6.7); draft document tracking chart and send same to D. Chapman (.5).	7.20
08/23/19	DLC	013 Review hot documents circulated by R. Collins (.5); review and	1.40

<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
		comment on legal research in connection with prepetition transactions (.9).	
08/23/19	EBM	013 Conduct research in connection with complaint.	3.00
08/23/19	JAL	013 Review and prepare materials in connection with the third-party conflicts check in connection with investigation.	4.40
08/23/19	SMN	013 Conduct research re open complaint issues.	1.90
08/23/19	DP	013 Analyze documents in connection with prepetition transactions.	1.30
08/23/19	JRK	013 Review FTI documents in connection with the investigation.	0.70
08/23/19	PJG	013 Review FTI's work product re prepetition transactions (1.0); update litigation task list (.1); review documents in connection with prepetition transactions (1.2).	2.30
08/24/19	DLC	013 Correspondence with E. Maizel re legal research in connection with complaint.	0.30
08/24/19	EBM	013 Correspondence with D. Chapman re legal research in connection with complaint.	0.30
08/26/19	RJC	013 Conduct research re prepetition transactions (6.2) and draft document tracking chart re same (1.0).	7.20
08/26/19	DLC	013 Review and analyze hot documents (2.0): review and comment on FTI memorandum in connection with complaint (2.0); review legal memorandum in connection with the same (1.5).	5.50
08/26/19	JPK	013 Review ESL responses and objections to discovery requests (1.0) and prepare chart analyzing same (2.0).	3.00
08/26/19	EBM	013 Review materials in connection with complaint.	3.00
08/26/19	PJG	013 Revise and circulate draft amended complaint (1.0); analyze materials in connection with same (1.3).	2.30
08/26/19	DJB	013 Begin reviewing prepetition transactions documents.	2.30
08/27/19	JLS	013 Analyze open issues in connection with amended complaint.	0.50
08/27/19	RJC	013 Conduct research re prepetition transactions and draft document tracking chart re same.	7.60
08/27/19	LML	013 Review and revise litigation task list re complaint.	0.40
08/27/19	JPK	013 Review ESL responses and objections to discovery requests (1.1) and prepare chart analyzing same (.5); correspondence with Z. Lanier re same (.2).	1.80
08/27/19	EBM	013 Draft revisions to complaint.	0.50
08/27/19	JAL	013 Conduct research in connection with complaint (3.3) and prepare correspondence re same (.9).	4.20
08/27/19	ZDL	013 Correspondence with J. Kane re discovery questions in connection with investigation.	0.20
08/27/19	PJG	013 Analyze materials in connection with complaint.	2.40
08/27/19	DJB	013 Continue reviewing prepetition transactions documents (5.1) and begin drafting summary presentation re same (.6).	5.70
08/28/19	RJC	013 Conduct research re prepetition transactions and draft document tracking chart re same.	6.80
08/28/19	DLC	013 Review materials in connection with complaint.	1.40
08/28/19	RT	013 Communications with FTI re complaint.	0.40
08/28/19	EBM	013 Communications with members of litigation team re complaint.	0.30
08/28/19	JRK	013 Communications with litigation team members re amended complaint (.4); review materials in connection with the investigation (2.5); revise the litigation task list (.2); review electronic discovery documents in connection with prepetition transactions (2.0).	5.10
08/28/19	PJG	013 Communications with litigation team members re draft amended complaint (.2); update litigation task list (.2); prepare analysis of public filings re prepetition transactions (1.2).	1.60
08/28/19	DJB	013 Continue drafting summary presentation re prepetition transactions.	4.80
08/29/19	RJC	013 Conduct research re prepetition transactions and draft document tracking chart re same (5.1); confer with D. Chapman re same (.5).	5.60
08/29/19	DLC	013 Confer with R. Collins re hot documents in connection with the	0.90

<u>Date</u>	<u>Tkpr</u>	<u>Task</u>		<u>Hours</u>
			investigation (.5); confer with R. Tizravesh re open investigation issues (.4).	
08/29/19	RT	013	Confer with D. Chapman re case and investigation issues.	0.40
08/29/19	EBM	013	Revise draft complaint.	2.90
08/29/19	JAL	013	Draft third-party litigation letter in connection with complaint.	3.90
08/29/19	JRK	013	Review electronic discovery documents circulated by members of the litigation team and incorporate edits to the amended adversary complaint.	2.70
08/29/19	PJG	013	Revise draft amended complaint (.7); draft memo re analysis of public filings in connection with prepetition transactions (.5).	1.20
08/29/19	DJB	013	Review and revise draft summary re prepetition transactions.	0.50
08/30/19	RJC	013	Conduct research re prepetition transactions and draft document tracking chart re same.	5.80
08/30/19	DLC	013	Revise complaint (1.8); correspondence with D. Park re same (.2).	2.00
08/30/19	JAL	013	Draft litigation hold letter in connection with complaint.	1.90
08/30/19	DP	013	Correspondence with D. Chapman re revisions to amended complaint.	0.20
08/30/19	PJG	013	Revise memo re analysis of public filings in connection with prepetition transactions.	0.20
08/31/19	DLC	013	Review and analyze A&M and Stout reports in connection with complaint.	5.20
08/31/19	JAL	013	Draft litigation hold letter in connection with liquidating trust.	2.00
08/01/19	JLS	015	Correspondence with S. Brauner and Z. Chen re 507(b) ruling and appeal.	0.30
08/01/19	SLB	015	Communications with J. Sorkin and Z. Chen re potential appeal of 507(b) issues (.3); compile materials in connection with the same (.4).	0.70
08/01/19	ZJC	015	Review correspondence with J. Sorkin and S. Brauner re potential section 507(b) appeal.	0.20
08/01/19	SM	015	Compile and send all 507(b) pleadings to J. Sorkin and S. Brauner.	1.60
08/02/19	JLS	015	Review and analyze proposed order in connection with 507(b) ruling (.2); confer with P. Dublin re same (.3).	0.50
08/02/19	PCD	015	Confer with J. Sorkin re 507(b) order.	0.30
08/03/19	JLS	015	Review correspondence re proposed orders in connection with 507(b) ruling.	0.20
08/03/19	SLB	015	Review proposed 507(b) order and related communication to Chambers.	0.30
08/05/19	JLS	015	Confer with S. Brauner re strategy in connection with potential appeal of 507(b) ruling.	0.50
08/05/19	ISD	015	Review 507(b) order and analyze issues re potential appeal.	0.40
08/05/19	SLB	015	Confer with J. Sorkin re status of 507(b) claims and potential appeal (.5); prepare materials in connection with the same (.5).	1.00
08/05/19	ZJC	015	Review 507(b) briefing materials (5.1); correspond with D. Park re appeal (.1).	5.20
08/05/19	ZDL	015	Conduct research re Carl Ireland secured claim (1.1); draft correspondence re same (.7).	1.80
08/05/19	DP	015	Correspondence with J. Chen re 507(b) order appeal.	0.10
08/06/19	JLS	015	Review and analyze proposed orders and related correspondence in connection with 506(c) ruling (.3); call with counsel to Debtors re same (.2).	0.50
08/06/19	ZJC	015	Review 506(c) proposed orders.	0.30
08/07/19	JLS	015	Correspondence with Z. Chen re 506(c) surcharge appeal.	0.30
08/07/19	ZJC	015	Review and analyze transcript of section 507(b) and section 506(c) hearing (6.9); correspond with J. Sorkin re 506(c) appeal (.3).	7.20
08/14/19	ZJC	015	Review notices of appeal on 507(b) ruling.	0.30
08/15/19	DK	015	Arrange district court ECF notification updates re 507(b) appeal.	0.80
08/21/19	ISD	015	Review notices of appeal re 507(b) and 506(c) orders.	0.20
08/21/19	PCD	015	Communications with FR and litigation team members re 507(b) and 506(c) issues.	0.20
08/21/19	SLB	015	Multiple internal communications with members of FR and Lit teams re	0.40

<u>Date</u>	<u>Tkpr</u>	<u>Task</u>		<u>Hours</u>
08/21/19	ZJC	015	506(c) appeal and related issues. Review notice of appeal on section 506(c) ruling filed by Debtors (.1); analyze issues re same (.6); communications with FR and litigation teams re same (.4).	1.10
08/21/19	JAL	015	Review materials re 506(c) appeal (1.0); communications with S. Brauner re same (.1).	1.10
08/21/19	ZDL	015	Review Carl Ireland motion for 507(b) claim (1.1); communications with FR and litigation teams re appeal of 506(c) order (.3).	1.40
08/22/19	JLS	015	Review correspondence re 506(c) appeal.	0.30
08/22/19	ISD	015	Participate on call with FR and lit team re 506(c) appeal.	0.40
08/22/19	PCD	015	Participate on call with FR and lit team members re 506(c) appeal.	0.40
08/22/19	DLC	015	Participate in call with litigation and FR team members re 506(c) appeal (.4); review underlying documents re same (.2).	0.60
08/22/19	SLB	015	Participate on call with members of FR and lit teams re 506(c) appeal issues (.4); review notice of appeal in connection with the same (.2); communications with Weil re the same (.4).	1.00
08/22/19	ZJC	015	Attend call with litigation and FR teams re notice of appeal of section 506(c) order (.4); coordinate drafting of notices of appeal and filing of same (.7); confer with appellate counsel for debtor re same (.4).	1.50
08/22/19	JAL	015	Prepare filings and materials for submission in connection with the 507(b)/506(c) appeal (2.2); conduct research re same (1.9); communications with clerk's office re appeal procedure (.3).	4.40
08/23/19	SLB	015	Analyze open issues re 507(b)/506(c) appeal and related scheduling issues.	0.30
08/27/19	JLS	015	Review and respond to correspondence re appeal of 506(c) ruling.	0.20
08/27/19	ZJC	015	Correspond with Debtors' counsel re section 506(c) appeal forms (.2); review Committee civil cover sheet (.2).	0.40
08/27/19	JAL	015	Prepare materials in connection with 506(c) appeal.	1.90
08/28/19	ISD	015	Review statements of issues filed by 2L parties in appeal.	0.60
08/28/19	ZJC	015	Review Second Lien Parties' appeal pleadings and draft appeal-initiation documents for section 506(c) appeal.	0.50
08/28/19	JAL	015	Prepare materials in connection with 506(c) appeal.	1.70
08/28/19	ZDL	015	Review statements of issues filed by Cyrus, ESL and Wilmington Trust re 507(b)/506(c) appeal (.8); communications with Committee re same (.1).	0.90
08/30/19	ZJC	015	Communications with Debtors counsel re 507(b)/506(c) appeal process (.3); draft correspondence to Akin Gump team re same (.1).	0.40
08/01/19	ZDL	016	Conduct research re automatic stay issues.	1.10
08/08/19	ZDL	016	Review director defendants' motion to lift stay (1.1); preliminary review of subject policies (.4); communications with S. Mahkamova re motion (.3); revise summary of motion (.6).	2.40
08/08/19	SM	016	Prepare summary of Director Defendants' motion to lift stay (1.8); communications with Z. Lanier re same (.3).	2.10
08/09/19	ISD	016	Analyze director defendants' lift stay motion.	0.20
08/09/19	PCD	016	Correspondence with Committee re Director Defendants' lift stay motion (.1); review same (.6).	0.70
08/09/19	DLC	016	Review motion to lift stay by D&O defendants and analyze issues re same.	1.10
08/09/19	SLB	016	Review Director Defendants' motion for relief from stay (.4); review summary of the same (.2); analyze issues re same (1.0).	1.60
08/09/19	LML	016	Review and analyze Motion to Lift Automatic Stay filed by Director Defendants (.3); analyze open issues re same (.4).	0.70
08/09/19	ZDL	016	Correspondence with Committee re director defendants motion for relief from stay (.2); revise summary re same (.5); conduct research re same (1.1); review policies in connection with the same (.3).	2.10
08/09/19	SM	016	Conduct research re D&O issues in connection with motion to lift stay.	2.70

<u>Date</u>	<u>Tkpr</u>	<u>Task</u>		<u>Hours</u>
08/10/19	SM	016	Conduct research re D&O insurance issues in connection with motion to lift stay.	3.60
08/11/19	SM	016	Conduct research and prepare summary of findings re D&O issues in connection with motion to lift stay.	4.30
08/12/19	DJW	016	Conduct research in connection with Director Defendants lift stay motion (.9); communications with Z. Lanier re same (.7).	1.60
08/12/19	ZDL	016	Communications with D. Windscheffel re Director Defendant lift stay motion.	0.70
08/12/19	SM	016	Conduct research and prepare summary of research findings re D&O insurance in connection with motion to lift stay.	6.80
08/13/19	DJW	016	Review policies in connection with D&O's motion to lift stay.	1.80
08/13/19	SLB	016	Analyze issues re D&O lift stay motion (1.7); communications with members of FR team re same (.3).	2.00
08/13/19	ZDL	016	Communications with members of FR team re D&O lift stay motion.	0.30
08/13/19	SM	016	Conduct research re D&O policies and automatic stay issues (5.6); prepare chart summarizing findings re same (1.4); correspondence with FR team members re same (.2).	7.20
08/14/19	DJW	016	Conduct research re D&O policy language in conjunction with motion to lift stay.	2.10
08/14/19	SLB	016	Multiple communications with Weil re D&O lift stay motion (.5); analyze issues re the same (1.6); internal communications with S. Mahkamova re the same (.2).	2.30
08/14/19	SM	016	Revise chart re D&O insurance and lift stay issues (3.1); communications with S. Brauner re same (.2).	3.30
08/17/19	DJW	016	Conduct research re D&O insurance in connection with lift stay motion.	4.30
08/19/19	DJW	016	Participate on call with D. Chapman re D&O insurance in connection with lift stay motion.	0.30
08/19/19	DLC	016	Review and analyze insurance materials in connection with D&O lift stay motion (1.8); participate in call with D. Windscheffel re same (.3).	2.10
08/25/19	DJW	016	Review additional D&O policies in connection with motion to lift stay.	2.80
08/26/19	DJW	016	Conduct research re D&O insurance issues in connection with motion to lift stay.	0.50
08/27/19	DJW	016	Confer with D. Chapman re D&O insurance in connection with lift stay motion (.4); draft correspondence re same (.3); conduct research in connection with same (.8).	1.50
08/27/19	DLC	016	Review insurance memorandum and underlying policy documents in connection with D&O lift stay motion (1.8); confer with D. Windscheffel re same (.4); draft correspondence to Weil re same (.8).	3.00
08/28/19	DJW	016	Review correspondence re insurance issues in connection with motion to lift stay.	0.10
08/06/19	PCD	019	Review and respond to correspondence re 401(k) plan.	0.10
08/06/19	SLB	019	Review Debtors' proposal re resolution of retiree claims.	0.30
08/07/19	PCD	019	Internal communications re 401(k) termination proposal and retiree issues.	0.70
08/07/19	SLB	019	Analyze issues re Debtors' retiree proposal (.9); communications with Weil re the same (.3); internal communications re Debtors' proposed termination of 401(k) plans (.5).	1.70
08/07/19	ZDL	019	Analyze issues re termination of 401(k) plan (.2); communications with FR team members re same (.1).	0.30
08/07/19	JES	019	Conduct research re 401(k) issues (1.0); correspond with members of FR team re same (.2).	1.20
08/14/19	ISD	019	Review and comment on joinder to retiree committee.	0.50
08/14/19	PCD	019	Review and respond to correspondence re Debtors' response to retiree committee (.6); review same (.3); review and comment on joinder to response (.5); review and analyze proposed settlement (.6); communications with S. Brauner re same (.6).	2.60
08/14/19	SLB	019	Communications with P. Dublin re proposed Retiree Settlement and	3.20

<u>Date</u>	<u>Tkpr</u>	<u>Task</u>		<u>Hours</u>
			related issues (.6); analyze issues re the same (.5); prepare summary of the same for Committee (.9); communications with Weil re the same (.4); communications with Weil re 401(k) plan termination and related issues (.2); analyze the same (.6).	
08/15/19	ISD	019	Review correspondence re retiree benefit issues.	0.70
08/15/19	PCD	019	Review correspondence from S. Brauner re retiree proposal.	0.30
08/15/19	SLB	019	Review retiree settlement agreement re L. Fradin (.3); communications with Weil re same (.1); prepare correspondence to P. Dublin re same (.4); communications with Weil re Retiree Settlement proposal (.3); analyze issues re same (.2).	1.30
08/16/19	ISD	019	Review correspondence re retiree benefit settlement proposal.	0.20
08/16/19	PCD	019	Review correspondence re retiree settlement agreement.	0.10
08/18/19	PCD	019	Review Debtors' draft reply to retiree committee (.8) review and comment on UCC joinder to same (1.1); communications with members of FR team re same (.3).	2.20
08/18/19	SLB	019	Prepare joinder to 1114 modification reply (2.2); multiple internal communications with members of FR team re same (.5); communications with Weil re same (.2).	2.90
08/18/19	ZDL	019	Draft joinder re 1114 reply (1.2); revise same per comments (.4); communications with FR team members re same (.2); review pleadings re same (.8).	2.60
08/19/19	ISD	019	Review latest retiree benefit proposals (.4); review and comment on draft joinder to Debtors' response re same (.8).	1.20
08/19/19	PCD	019	Review revised retiree committee proposal (.3); review final joinder to Debtors response to retiree committee (.4); review Debtors filed reply (.9).	1.60
08/19/19	SLB	019	Finalize joinder to 1114 modification reply and coordinate filing of the same.	0.80
08/19/19	ZDL	019	Revise joinder to Debtors' response to retiree committee (.7); review Debtors' response (.5).	1.20
08/19/19	SDL	019	File (.3); and serve (.1) joinder to Debtors reply re retiree benefits motion.	0.40
08/21/19	ISD	019	Review correspondence re retiree benefit proposals.	0.50
08/21/19	PCD	019	Review and respond to correspondence re retiree committee issues.	0.30
08/01/19	JLS	022	Review draft liquidating trust agreement.	0.20
08/01/19	ISD	022	Review confirmation objections (.4); communications with members of FR team re same (.2); review liquidating trust agreement (.4).	1.00
08/01/19	PCD	022	Review objections to plan (1.1); communications with FR team members re trust agreement terms (.5); review and comment on confirmation statement outline (.4); confer with S. Brauner re same (.5); calls with creditors re plan process and related issues (.7).	3.20
08/01/19	SLB	022	Internal communications with FR team members re Trust Agreement (.9); review and revise the same (1.8); communications with Weil re the same (.4); review Plan in connection with open confirmation issues (1.4); review and revise outline for confirmation brief (2.6); review draft confirmation order (.7); confer with P. Dublin re confirmation statement (.5); communications with Weil team re same (.6); communications with other parties in interest re the same (.8); communications with creditors re Plan and solicitation issues (.5); communications with FTI re open Plan issues (.3).	10.50
08/01/19	ZDL	022	Communications with FR team members re Liquidating Trust Agreement provisions (.7); prepare outline re confirmation statement (2.2); review revised confirmation order (.6); respond to multiple creditor inquiries re plan and voting process (1.5).	5.00
08/01/19	SM	022	Update plan confirmation objections chart.	1.10

<u>Date</u>	<u>Tkpr</u>	<u>Task</u>		<u>Hours</u>
08/01/19	JES	022	Review objections to confirmation (.8); draft summaries of same (3.3).	4.10
08/02/19	ISD	022	Further review of confirmation objections (.3); communications with members of FR team re same (.2); analyze open issues re Plan and Liquidating Trust Agreement (.5); review filed versions of Plan/Trust Agreement (.3); review outline for confirmation statement (.7).	2.00
08/02/19	PCD	022	Review confirmation objections (3.0); communications with FR team members re same (.4); review revisions to trust agreement (.7); review and respond to correspondence re same (.2); review outline for confirmation statement (.3); communications with FR team members re same (.1).	4.70
08/02/19	SLB	022	Review and analyze confirmation objections (2.7); multiple internal communications with members of the FR team re the same (.4); analyze open issues in connection with Plan confirmation and the Trust (1.5); review filing version of Trust Agreement (.4); review and revise outline for confirmation brief (2.2); internal communications with members of FR team re the same (.5); communications with Weil re open Plan issues and Trust Agreement (.5); communications with creditors re Plan and solicitation issues (.5).	8.70
08/02/19	LML	022	Review and analyze objections to plan confirmation.	0.90
08/02/19	ZDL	022	Revise confirmation statement outline (.9); communications with FR team members re same (.4); analyze confirmation objections (3.3); review correspondence with Weil re confirmation order (.5); review revised trust agreement (.3).	5.40
08/02/19	SM	022	Communications with FR team members re confirmation objections.	0.30
08/02/19	JES	022	Draft summaries of confirmation objections for committee.	5.10
08/03/19	PCD	022	Participate on call with board members re trust board and related matters (.9); follow-up communications with FR team members re same (.2); continue to review confirmation objections (1.0).	2.10
08/03/19	SLB	022	Participate on call with Board members re Plan status and next steps.	0.90
08/03/19	ZDL	022	Attend call re trust agreement and other issues (.9); follow up communications with members of FR team members re same (.2); revise confirmation order (.2).	1.30
08/03/19	SM	022	Review confirmation objections and prepare summary chart.	6.70
08/03/19	JES	022	Revise confirmation objection summaries.	1.30
08/04/19	SLB	022	Communications with prospective Board members re status and next steps in connection with Plan process (.4); review and revise chart of confirmation objections (1.2); communications with members of FR team re same (.4); review confirmation objections in connection with the same (1.0).	3.00
08/04/19	ZDL	022	Review confirmation objections (.8); revise chart summarizing each objection and potential responses (6.1); communications with members of FR team re same (.9).	7.80
08/04/19	SM	022	Revise confirmation objections chart (2.4); conduct research in connection with same (1.1); communications with FR team members re same (.5).	4.00
08/04/19	JES	022	Revise confirmation objection summaries.	2.50
08/05/19	JLS	022	Review and analyze proposed revisions to confirmation order.	0.40
08/05/19	ISD	022	Review summary chart of confirmation objections (.4); communications with prospective board members re Plan and related issues (.6); internal communications with members of FR team re Plan and confirmation order (.6).	1.60
08/05/19	SLB	022	Multiple internal communications with members of FR team re Plan confirmation objections and related summary chart (.9); review and revise the same (2.0); communications with prospective Board members re confirmation issues and next steps (.6); analyze issues re same (1.8); communications with Weil re open issues in connection with the Confirmation Order (.3); analyze issues re same (.4); communications	6.40

<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
		with Z. Lanier re same (.4).	
08/05/19	LML	022 Review and revise confirmation order.	0.30
08/05/19	ZDL	022 Communications with FR team members re confirmation objection summaries (.7); revise confirmation summary chart (.9); analyze issues re liquidating trust (1.1); communications with S. Brauner re confirmation order changes (.4).	3.10
08/05/19	SM	022 Revise confirmation objection chart (1.4); communications with FR team members re same (.3); revise chart re trust board compensation (6.4).	8.10
08/05/19	JES	022 Finalize confirmation objection summaries for Committee (.7); correspond with members of FR team re same (.4).	1.10
08/06/19	JLS	022 Review and analyze proposed revisions to confirmation order.	1.00
08/06/19	ISD	022 Analyze plan confirmation issues (.9); communications with FR team re same (.5).	1.40
08/06/19	PCD	022 Communications with FR team members re plan confirmation issues (1.8); review confirmation order language (.4).	2.20
08/06/19	SLB	022 Analyze open issues in connection with confirmation and next steps (2.2); review and revise chart re the same (.5); multiple internal communications with members of FR team re confirmation issues (1.7); communications with Weil re Confirmation Order and related issues (.3).	4.70
08/06/19	ZDL	022 Communications with FR team members re confirmation issues (1.4); analyze issues associated with same (.5); conduct research re same (1.2).	3.10
08/06/19	SM	022 Continue to revise chart re trust board compensation (1.4); review correspondence re admin solvency (.2); prepare UCC statement in support of confirmation (1.2); communications with FR team members re confirmation issues (.5).	3.30
08/06/19	JES	022 Conduct research re liquidating trustee compensation (4.6); conduct research re disputed claim distributions (2.4); communications with FR team members re confirmation issues (.7).	7.70
08/07/19	JLS	022 Review and respond to correspondence re plan and trust issues.	0.90
08/07/19	PCD	022 Internal communications re open plan and trust issues (1.0); participate on call with Weil re same (.6); review materials re same (.2), review plan objections (.5).	2.30
08/07/19	SLB	022 Communications with members of FR team members re open Plan and trust issues (1.3); prepare for (.4) and participate on (.6) call with Weil re same; follow-up communications with UCC advisors re the same (1.2); analyze open issues in connection with the same (1.8); communications with Admin creditors re confirmation issues (.8); communications with Weil re Confirmation Order and related issues (.7); communications with Weil re Liquidating Trust issues (.3).	7.10
08/07/19	ZDL	022 Review proposed language for confirmation order (.2); review supplemental confirmation objections filed by ESL/Wilmington Trust (.7); analyze response arguments (.3); revise confirmation statement (2.4); conduct research re same (.7); communications with FR team members re plan and trust issues (1.3).	5.60
08/07/19	SM	022 Prepare UCC statement in support of confirmation (2.5); update confirmation objections chart (1.3).	3.80
08/08/19	ISD	022 Communications with members of FR team re confirmation (.3); review proposed confirmation order (.4); analyze open issues re confirmation (.2).	0.90
08/08/19	PCD	022 Communications with members of FR team re confirmation (.3); analyze open issues re same (.5).	0.80
08/08/19	APM	022 Analyze open issues in connection with liquidating trust agreement.	0.50
08/08/19	SLB	022 Call with members of the Committee re open Plan issues (.4); multiple communications with members of FR team re same (1.2); analyze issues re same (1.5); review draft confirmation statement (.6); communications	3.90

<u>Date</u>	<u>Tkpr</u>	<u>Task</u>	<u>Hours</u>
08/08/19	ZDL	022 with Weil re the same and related Trust issues (.2). Conduct research re confirmation issues (1.4); revise confirmation statement (2.3); communications with FR team members re confirmation issues (1.2).	4.90
08/08/19	SM	022 Review revised UCC statement in support of confirmation.	0.30
08/09/19	JLS	022 Communications with FR team members re issues in connection with plan and trust.	0.80
08/09/19	ISD	022 Multiple communications with members of FR and litigation teams re confirmation and other Plan-related issues.	1.40
08/09/19	PCD	022 Communications with FR and litigation team members re confirmation and related matters (1.1); review confirmation objections (2.).	1.30
08/09/19	DJW	022 Analyze open issues re insurance coverage for liquidating trust.	0.30
08/09/19	SLB	022 Multiple internal communications with FR and litigation team members re open Plan and Trust issues (1.4); analyze issues re same (.9); communications with Committee members re same (.3).	2.60
08/09/19	ZDL	022 Communications with FR team members re updated confirmation schedule (.3); conduct research re confirmation issues (2.1).	2.40
08/11/19	SLB	022 Multiple communications with FTI re open Plan issues and analysis of the same.	1.40
08/11/19	ZDL	022 Conduct research re confirmation issues.	0.90
08/12/19	PCD	022 Participate on call with Debtors re confirmation issues (.5); review documents re same (.3); calls with creditors re same (.6).	1.40
08/12/19	DLC	022 Communications with FR team members re trust issues.	0.50
08/12/19	SLB	022 Analyze open issues re Plan (3.1); internal communications with members of FR and litigation teams re issues in connection with Trust (.5); participate on call with Weil re confirmation issues (.5); follow-up communications with members of Weil team re same (.5); calls with Admin Claimants' advisors re open issues and next steps (.9).	5.50
08/12/19	ZDL	022 Attend call with Weil re Plan/confirmation issues (.5); conduct research re Plan objections and Liquidating Trust issues (3.8); communications with members of FR and litigation teams re trust issues (.5).	4.80
08/12/19	JES	022 Conduct research re procedural issues in connection with plan confirmation.	1.90
08/13/19	ISD	022 Participate on call with Debtors and advisors re confirmation issues.	1.10
08/13/19	PCD	022 Participate on call with Debtors and advisors re confirmation issues.	1.10
08/13/19	APM	022 Participate on call with Weil re liquidating trust (.5); follow-up communications re same (1.2).	1.70
08/13/19	SLB	022 Participate on call with Weil re Plan and Trust issues (.5); internal communications with members of FR and corporate teams re same (.9); participate on call with FTI re Admin Claim issues in connection with confirmation (.6); participate on call with Debtors and UCC professionals re same (1.1); analyze open issues in connection with the same (2.3); follow-up communications with Weil re the same (.5); communications with creditors re Plan issues (.7); call with broker re D&O insurance for Trust (.3).	6.90
08/13/19	ZDL	022 Attend call with Weil re Liquidating Trust Agreement issues (.5); follow-up communications with FR and corporate teams re same (.6); attend call with FTI re Plan issues (.6); conduct research re Plan and confirmation issues (2.6); attend call with Debtors and advisors re various plan issues (1.1).	5.40
08/14/19	APM	022 Analyze open issues related to the liquidating trust.	1.40
08/14/19	SLB	022 Multiple internal communications with members of FR team re open plan and confirmation issues (.4); analyze the same (.5); communications with Weil re the same (.4).	1.30
08/14/19	ZDL	022 Conduct research re Plan/confirmation issues (2.9); communications with members of FR team re same (.2); draft and revise stipulation re confirmation issues (2.2).	5.30

<u>Date</u>	<u>Tkpr</u>	<u>Task</u>		<u>Hours</u>
08/14/19	SM	022	Conduct research re plan confirmation issues (1.9); communications with FR team members re same (.2).	2.10
08/15/19	JLS	022	Communications with FR team members re issues in connection with trust and plan.	0.40
08/15/19	ISD	022	Communications with members of FR/litigation teams re Plan, confirmation and related issues.	0.50
08/15/19	PCD	022	Communications with members of FR and litigation teams re open plan and trust issues.	0.50
08/15/19	SLB	022	Review latest solvency tracker in connection with open Plan issues (.2); internal communications with FR and litigation team members re trust and confirmation issues (.9); analyze open Admin claims issues in connection with confirmation (1.1); communications with FTI re same (.3); communications with Weil team re same (.2); review and revise stipulation re Trust authority (1.6); communications with Weil team re the same (.4); review research in connection with the same (1.2).	5.90
08/15/19	ZDL	022	Conduct research re confirmation issues and potential strategies (3.2); revise trust stipulation (1.1); communications with members of FR and litigation teams re same (.4).	4.70
08/15/19	SM	022	Conduct research in connection with plan confirmation issues.	1.90
08/15/19	JES	022	Communications with FR team members re plan and trust issues.	0.20
08/16/19	ISD	022	Participate in call with Debtors and Committee advisors re Plan and related issues.	1.50
08/16/19	SLB	022	Participate on call with Debtors and UCC professionals re plan negotiations and related issues (1.5); follow-up communications with UCC professionals and FR team members re same (1.1); analyze issues re same (1.6); multiple communications with Weil re same and related confirmation issues (.7); confer with Z. Lanier re open research issues in connection with the Plan (.5); review and comment on research summary re same (.5).	5.90
08/16/19	ZDL	022	Attend call with Debtors' advisors re various plan and Admin settlement issues (1.5); follow-up communications with FR team members re same (.4); conduct research re confirmation issues (.6); confer with S. Brauner re same (.5).	3.00
08/16/19	JES	022	Conduct research re confirmation issues (5.6); draft memorandum re same (3.8).	9.40
08/17/19	SLB	022	Analyze open issues in connection with Plan process.	0.40
08/19/19	ISD	022	Review admin settlement construct.	0.80
08/19/19	PCD	022	Review administrative proposal construct.	0.90
08/19/19	SLB	022	Review and revise analysis re open confirmation issues and next steps (1.5); multiple internal communications with members of FR team re same (.6); communications with Weil re confirmation order and related issues (.4); review term sheet for settlement of Admin claims in connection with Plan (.4); analyze issues re same (2.2).	5.10
08/19/19	ZDL	022	Conduct research re plan issues (2.1); communications with FR team members re same (.3); review proposed confirmation order (.5).	2.90
08/19/19	SM	022	Conduct research in connection with plan issues (4.2); communications with FR team members re same (.3); prepare summary of findings re same (1.6).	6.10
08/19/19	JES	022	Conduct research re confirmation issues (1.1); draft and revise correspondence re same (2.0); communications with members of FR team re same (.4).	3.50
08/20/19	ISD	022	Review status of discussions with admin creditors (.4); review correspondence re same (.5); analyze open issues re confirmation (.5); communications with Weil re same (.2); review confirmation objection (.4).	2.00
08/20/19	PCD	022	Analyze admin settlement issues (.3); review precedent re same (.9); review term sheet (.8).	2.00

<u>Date</u>	<u>Tkpr</u>	<u>Task</u>		<u>Hours</u>
08/20/19	DLC	022	Review materials in connection with plan confirmation issues (1.5); analyze open issues in connection with same (1.1); meet with members of litigation team to discuss same (.6); communications with FTI and Akin FR team members re same (.5).	3.70
08/20/19	SLB	022	Review and comment on draft NDA in connection with Admin Claim discussions (1.8); communications with Z. Lanier re same (.3); communications with Weil re the same (.2); communications with Admin creditors re status of Plan discussions (.5); analyze open issues in connection with confirmation (2.5); communications with Weil re same (.4); communications with members of litigation team re same (.5).	6.20
08/20/19	JKP	022	Attend meeting with members of litigation team re plan issues.	0.60
08/20/19	JAL	022	Meeting with litigation team members re plan issues (.6); analyze materials re same (4.2).	4.80
08/20/19	ZDL	022	Review form NDA (.4); revise same (.9); communications with S. Brauner re same (.3); conduct research re confirmation issues (2.2).	3.80
08/20/19	JRK	022	Attend call with members of the litigation team re plan issues (.6); review research re confirmation issues (1.3).	1.90
08/20/19	SM	022	Conduct research in connection with plan issues.	0.80
08/20/19	JES	022	Conduct research re procedural issues in connection with plan confirmation.	2.80
08/21/19	PCD	022	Participate on call with FTI re plan process and related matters (.7); participate on call with Weil re same (.5); follow-up communications with FR and litigation team members (.3).	1.50
08/21/19	PCD	022	Calls with professionals re administrative claims and related analysis (.6); review comments to NDA (.3); review administrative claims filings (.8).	1.70
08/21/19	DLC	022	Participate in call with FTI re plan issues (.7); follow-up discussions with litigation and FR team members (.3); review background materials in connection with same (.5).	1.50
08/21/19	SLB	022	Participate on call with Weil re next steps in connection with Plan (.5); analyze open confirmation issues (2.0); multiple internal communications with members of the FR and Lit teams re same (.3); participate on call with members of Akin and FTI teams re the same (.7).	3.50
08/21/19	ZDL	022	Attend call with Weil re plan negotiations (.5); attend call with FTI re same (.7); communications with FR and litigation team members re same (.3); review analysis re plan negotiations (.8); review comments to NDA (.3); conduct research re plan issues (1.8).	4.30
08/21/19	JRK	022	Conduct research re plan issues.	1.00
08/21/19	JES	022	Draft memorandum re procedural issues in connection with plan confirmation.	9.60
08/22/19	ISD	022	Review correspondence re admin claims (.6); analyze open issues re same (.6).	1.20
08/22/19	SLB	022	Analyze open issues in connection with confirmation and Admin claims construct (1.9); communications with Weil re same (.3); communications with UCC professionals re same (.8).	3.00
08/22/19	ZDL	022	Conduct research re plan issues.	1.10
08/22/19	JES	022	Conduct research in connection with procedural issues re confirmation.	1.40
08/23/19	ISD	022	Review open confirmation issues (.6); communications with members of FR team re same (.7).	1.30
08/23/19	PCD	022	Review research re plan treatment issues (.4); communications with FR team members re same (.3).	0.70
08/23/19	SLB	022	Multiple communications with UCC professionals re open Plan and confirmation issues (1.4); analyze the same (2.5); review research in connection with the same (1.0); internal communications with members of FR team re same (.7).	5.60
08/23/19	ZDL	022	Conduct research re plan issues (3.1); revise correspondence re same	4.60

<u>Date</u>	<u>Tkpr</u>	<u>Task</u>		<u>Hours</u>
08/23/19	JES	022	(1.1); communications with FR team members re same (.4). Conduct research re open plan issues (4.0); draft correspondence memorandum re same (3.1).	7.10
08/25/19	JES	022	Conduct research re confirmation issues.	3.40
08/26/19	ISD	022	Review updates re admin claim issues (.4); attend call with FTI re same (.4); communications with UCC and Debtors' advisors re confirmation issues (1.2).	2.00
08/26/19	PCD	022	Confer with S. Brauner re administrative claims issues (.7); review and analyze updated reconciliation estimates (1.0); calls with FTI re same (.4).	2.10
08/26/19	DLC	022	Confer with J. Latov re confirmation issues.	0.40
08/26/19	SLB	022	Multiple communications with UCC and Debtor professionals re open confirmation issues and discussions with Admin creditors (1.9); analyze issues re same (3.9); communications with Admin creditors re same (.3); confer with P. Dublin re admin claim issues (.7); prepare for (.1) and attend call (.4) with FTI re same.	7.30
08/26/19	JAL	022	Research re Plan issues (3.3); review materials re same (.8); confer with D. Chapman re same (.4).	4.50
08/26/19	ZDL	022	Conduct research re plan issues (2.3); review issues re admin claims and potential settlements (1.2); communications with FTI re same (.4); respond to correspondence from creditors re solicitation/voting (.7).	4.60
08/26/19	JES	022	Conduct research re issues in connection with confirmation (6.2); draft correspondence re same (1.1).	7.30
08/27/19	ISD	022	Various communications with Committee professionals re confirmation issues (.7); review updates re administrative claim issues and potential settlement (.5).	1.20
08/27/19	PCD	022	Correspond with Weil re administrative claims treatment and related issues (.3); review administrative claims analysis (.4); calls with FTI re same (.9).	1.60
08/27/19	DLC	022	Review FTI deck re admin solvency in connection with confirmation issues.	0.50
08/27/19	SLB	022	Multiple communications with UCC professionals re solvency issues in connection with confirmation (1.5); analyze open confirmation issues and potential Admin settlement alternatives (2.8); multiple communications with Weil team re Admin creditor NDA and related issues (.5); analyze the same (.7).	5.50
08/27/19	JAL	022	Review FTI materials re admin claims in connection with confirmation issues.	1.00
08/27/19	ZDL	022	Conduct research re plan issues (2.9); review draft correspondence re same (.4).	3.30
08/27/19	JES	022	Conduct research re confirmation requirements (5.1); draft correspondence re same (2.1).	7.20
08/28/19	ISD	022	Analyze open issues in connection with confirmation.	0.60
08/28/19	DLC	022	Review FTI materials in connection with confirmation issues (.5); participate in call with FTI re same (.9); follow-up meeting with J. Latov re same (.5); review new solvency tracker from Debtors and follow-up with FTI re same (.8).	2.70
08/28/19	SLB	022	Analyze open issues re Plan and Admin creditors (2.0); multiple communications with UCC professionals re the same (1.5); coordinate research in connection with the same (1.6).	5.10
08/28/19	JAL	022	Prepare for (.1) and attend (.9) call with FTI re plan issues; confer with D. Chapman re same (.5).	1.50
08/28/19	ZDL	022	Conduct research re plan issues (2.2); revise memorandum re same (1.9); communications with J. Szydlo re same (.5); review additional confirmation objections (.5).	5.10
08/28/19	SM	022	Revise chart re confirmation objections.	1.40
08/28/19	JES	022	Conduct research re confirmation requirements (5.4); draft	6.90

<u>Date</u>	<u>Tkpr</u>	<u>Task</u>		<u>Hours</u>
			correspondence re same (1.0); communications with Z. Lanier re same (.5).	
08/29/19	ISD	022	Review correspondence re outstanding confirmation issues (.4); review voting report (.4).	0.80
08/29/19	PCD	022	Calls with Weil re administrative creditor settlement (.6); communications with UCC professionals re confirmation issues (.4).	1.00
08/29/19	DJW	022	Analyze open issues in connection with liquidation trust (1.1); correspondence to Debtors re requests for information in connection with same (.5)	1.60
08/29/19	SLB	022	Analyze open issues in connection with confirmation and admin claims (2.2); communications with UCC professionals re same (1.5); communications with Weil re same (.6); coordinate research in connection with the same (.7); communications with Weil re voting results (.3); communications with Z. Lanier re same (.5).	5.80
08/29/19	LML	022	Review and analyze confirmation objections filed by various creditors.	0.40
08/29/19	JAL	022	Draft memorandum re confirmation issues (.9) and conduct research re same (1.1).	2.00
08/29/19	ZDL	022	Communications with members of FTI re settlement discussions and plan-related issues (1.6); review GUC voting report (.5); communications with S. Brauner re same (.5); review latest solvency tracker (.2).	2.80
08/30/19	ISD	022	Communications with Committee professionals re confirmation (.5); analyze open issues re confirmation (.4).	0.90
08/30/19	DLC	022	Confer with J. Latov re confirmation issues.	0.40
08/30/19	SLB	022	Multiple communications with UCC professionals re solvency issues and related admin claim issues in connection with confirmation (1.5); analyze issues re same (2.2); review research re same (1.0).	4.70
08/30/19	JAL	022	Revise confirmation research memo (3.1); review materials re same (1.7); confer with D. Chapman re same (.4).	5.20
08/31/19	JAL	022	Conduct research re confirmation issues.	2.10
08/06/19	SLB	023	Multiple communications with UCC professionals re APA disputes and open issues in connection with the same (.6); analyze the same (.7); review ESL supplemental filing in connection with the same (.4).	1.70
08/06/19	ZDL	023	Review Transform supplemental briefing re APA disputes.	0.90
08/08/19	JLS	023	Call with counsel to Debtors re APA disputes (.2); review and analyze proposals re resolution of APA disputes (2.2); communications with advisors re same (.8); review and respond to correspondence re chambers conference in connection with APA disputes and confirmation (.2).	3.40
08/08/19	ISD	023	Review supplemental APA dispute briefing.	0.90
08/08/19	PCD	023	Review APA dispute materials.	0.40
08/08/19	JPK	023	Analyze issues in connection with proposed settlement of disputes related to asset purchase agreement.	0.50
08/08/19	ZDL	023	Analyze APA dispute issues and current status.	0.80
08/09/19	ZDL	023	Respond to inquiries from UCC member re APA issues.	0.30
08/12/19	DP	023	Prepare potential amendment to Sale Order re preservation of privilege.	0.40
08/14/19	JLS	023	Call with counsel to Debtors re depositions in connection with APA dispute (.3); analyze issues re same (.2).	0.50
08/14/19	ISD	023	Review supplemental briefing re APA disputes.	0.60
08/14/19	PCD	023	Review documents in connection with APA dispute.	0.40
08/14/19	JPK	023	Attend call with Debtors re deposition and briefing schedule in connection with APA disputes (.3); prepare summary of same (1.2).	1.50
08/15/19	JPK	023	Prepare for (1.0), attend (2.0) and summarize (1.0) deposition of K. Kamlani.	4.00
08/15/19	DP	023	Revise potential amendment to Sale Order re preservation of privilege.	0.70

<u>Date</u>	<u>Tkpr</u>	<u>Task</u>		<u>Hours</u>
08/15/19	JES	023	Review briefs re APA disputes.	0.80
08/20/19	JPK	023	Attend depositions of R. Prakash (1.7) and R. Riecker (2.9); prepare summaries of same (1.0).	5.60
08/21/19	PCD	023	Communications with S. Brauner re APA disputes and related matters.	0.20
08/21/19	SLB	023	Communications with P. Dublin re status of APA disputes (.2); analyze issues re same (.1).	0.30
08/22/19	APM	023	Analyze issues related to purchased assets and leases.	1.50
08/23/19	JLS	023	Review and edit draft brief in connection with APA dispute.	1.30
08/23/19	ISD	023	Review supplemental briefs re APA disputes.	0.70
08/23/19	PCD	023	Review briefs re APA disputes.	3.20
08/23/19	APM	023	Analyze issues related to purchased assets and schedules of assumed leases.	1.10
08/23/19	JPK	023	Communications with Debtors re APA dispute brief (.3); review and comment on same (5.2).	5.50
08/23/19	ZDL	023	Review Debtors' brief re APA dispute.	1.10
08/26/19	PCD	023	Communications with A. Miller re APA disputes and analysis.	0.30
08/26/19	APM	023	Analyze issues related to ESL APA (2.1); communications with P. Dublin re same (.3).	2.40
08/26/19	ZDL	023	Review provisions of APA re outstanding issues with Transform (.6); review assumptions re same (.5).	1.10
08/27/19	ISD	023	Review correspondence re APA disputes and analysis re same.	0.60
08/27/19	PCD	023	Communications with A. Miller re APA dispute issues (.4); review documents re same (.9).	1.30
08/27/19	APM	023	Analyze issues related to APA dispute (1.0); communications with P. Dublin re same (.4).	1.40
08/27/19	SLB	023	Review remnant asset contract (.5); communications with Weil re same (.2); communications with FTI re same (.3).	1.00
08/27/19	ZDL	023	Call with FTI re APA disputes and related issues.	0.60
08/28/19	ISD	023	Review updates re remnant assets (.3); communications with Committee professionals re same (.3).	0.60
08/28/19	PCD	023	Communications with Debtors re remnant assets (.2); review correspondence re same (.2).	0.40
08/28/19	SLB	023	Communications with Weil re remnant asset recovery and related professional services (.4); analyze issues re same (.2); communications with UCC professionals re same (.2); prepare correspondence to Committee re same (.4); communications with Committee members re same (.3).	1.50
08/28/19	JPK	023	Prepare for (.9) and attend (6.9) deposition of C. Good.	7.80
08/29/19	SLB	023	Communications with Weil re remnant asset collection.	0.20
08/29/19	JPK	023	Prepare for (1.0) and attend (3.5) deposition of M. Meghji; attend call with advisors from FTI re same (.3).	4.80
08/30/19	APM	023	Analyze open issues re APA dispute.	0.70
08/15/19	JPK	025	Travel to (total travel time = 1.0) and from Kamlani deposition.	1.00
08/22/19	SLB	025	Travel to (total travel time = 1.3 hours) and from (total travel time = 1.2 hours) hearing.	1.20

Total Hours 1760.10

TIMEKEEPER TIME SUMMARY:

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Value</u>
JL SORKIN	19.00	at \$1120.00	= \$21,280.00
IS DIZENGOFF	43.00	at \$1550.00	= \$66,650.00
PC DUBLIN	81.50	at \$1475.00	= \$120,212.50
AP MILLER	10.70	at \$1250.00	= \$13,375.00
LM LAWRENCE	15.20	at \$1020.00	= \$15,504.00
Z CHEN	17.10	at \$925.00	= \$15,817.50

SEARS CREDITORS COMMITTEE
Invoice Number: 1852182Page 30
October 11, 2019

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Value</u>
D J WINDSCHEFFEL	16.90	at \$905.00	= \$15,294.50
D L CHAPMAN	89.60	at \$980.00	= \$87,808.00
R TIZRAVESH	42.00	at \$905.00	= \$38,010.00
S L BRAUNER	202.20	at \$1125.00	= \$227,475.00
K G DEMANDER	13.10	at \$805.00	= \$10,545.50
S SHARAD	29.80	at \$815.00	= \$24,287.00
J P KANE	88.40	at \$770.00	= \$68,068.00
E B MAIZEL	63.70	at \$690.00	= \$43,953.00
J A LATOV	101.50	at \$760.00	= \$77,140.00
Z D LANIER	167.20	at \$760.00	= \$127,072.00
S M NOLAN	34.50	at \$630.00	= \$21,735.00
D S PARK	23.60	at \$690.00	= \$16,284.00
J R KULIKOWSKI	143.10	at \$540.00	= \$77,274.00
P J GLACKIN	92.40	at \$540.00	= \$49,896.00
S MAHKAMOVA	111.50	at \$560.00	= \$62,440.00
J E SZYDLO	163.60	at \$560.00	= \$91,616.00
D J BADINI	13.30	at \$690.00	= \$9,177.00
A PRAESTHOLM	5.60	at \$555.00	= \$3,108.00
R J COLLINS	121.80	at \$455.00	= \$55,419.00
D KRASA-BERSTELL	14.60	at \$395.00	= \$5,767.00
B M WALLS	23.80	at \$205.00	= \$4,879.00
S D LEVY	11.40	at \$235.00	= \$2,679.00

Current Fees	<hr/> \$1,372,766.00
--------------	----------------------

FOR COSTS ADVANCED AND EXPENSES INCURRED:

Computerized Legal Research - Lexis - in contract 30% discount	\$7,474.98
Computerized Legal Research - Westlaw - in contract 30% discount	\$8,191.13
Court Cost	\$2,790.20
Duplication - In House	\$9,590.00
Filing Fees	\$298.00
Meals - Overtime	\$70.36
Meals (100%)	\$355.22
Postage	\$2.15
Professional Fees - Miscellaneous	\$50,867.75
Telephone - Long Distance	\$184.00
Transcripts	\$12,751.27
Travel - Ground Transportation	\$287.36
Local Transportation - Overtime	\$410.52

Current Expenses	<hr/> \$93,272.94
------------------	-------------------

Total Amount of This Invoice	\$1,466,038.94
-------------------------------------	-----------------------

Exhibit D

Disbursement Summary

DISBURSEMENT SUMMARY

Disbursement Activity	Amount (\$)
Computerized Legal Research – Lexis – in contract 30% discount	7,474.98
Computerized Legal Research – Westlaw – in contract 30% discount	8,191.13
Court Cost	2,790.20
Duplication – In House	9,590.00
Filing Fees	298.00
Meals - Overtime	70.36
Meals (100%)	355.22
Postage	2.15
Professional Fees - Misc.	50,867.75
Telephone - Long Distance	184.00
Transcripts	12,751.27
Travel – Ground Transportation	287.36
Local Transportation – Overtime	410.52
TOTAL:	<u>93,272.94</u>

Exhibit E

Itemized Disbursements



SEARS CREDITORS COMMITTEE
CHIEF FINANCIAL OFFICER
SEARS HOLDING CORP.
3333 BEVERLY ROAD
HOFFMAN ESTATES, IL 60179
ATTN: ROBERT RIECKER

Invoice Number 1852182
Invoice Date 10/11/19
Client Number 700502
Matter Number 0001

Re: RESTRUCTURING

FOR PROFESSIONAL SERVICES RENDERED:

FOR COSTS ADVANCED AND EXPENSES INCURRED:

<u>Date</u>		<u>Value</u>
07/05/19	Transcripts VENDOR: LEXITAS INVOICE#: 101476 DATE: 7/5/2019 Transcript Copy - Technical Testimony - RUSH Delivery Witness: David M. Schulte	\$4,366.02
07/05/19	Transcripts VENDOR: LEXITAS INVOICE#: 101521 DATE: 7/5/2019 Transcript Copy - Technical Testimony - RUUSH Delivery Witness: Marti P. Murray	\$2,994.95
07/05/19	Transcripts VENDOR: LEXITAS INVOICE#: 101482 DATE: 7/5/2019 Transcript Copy - Technical Testimony - RUSH Delivery Witness: William Henrich	\$4,013.90
07/11/19	Travel - Ground Transportation VENDOR: IRA S. DIZENGOFF INVOICE#: 3490950209111902 DATE: 9/11/2019 Taxi/Car Service/Public Transport, 07/11/19, Uber Car Service from White Plains Courthouse to home re Sears hearing, Uber Car Service	\$106.25

07/12/19	Professional Fees - Miscellaneous VENDOR: H5 INVOICE#: INV-23503 DATE: 7/12/2019	\$22,765.40
07/26/19	Data Hosting, Hosting Project, User Fees Transcripts VENDOR: VERITEXT INVOICE#: NY3878433 DATE: 7/26/2019	\$399.00
	Transcriber fee for transcript of July 23, 2019 hearing.	
07/26/19	Transcripts VENDOR: VERITEXT INVOICE#: NY3878433 DATE: 7/26/2019	\$0.60
	Transcriber fee for transcript of July 23, 2019 hearing.	
08/01/19	Travel - Ground Transportation VENDOR: LACY M. LAWRENCE INVOICE#: 3531386108052303 DATE: 8/5/2019	\$23.35
	Taxi/Car Service/Public Transport, 08/01/19, Strategy Meeting at Paul Weiss - NYC, Uber	
08/02/19	Computerized Legal Research - Lexis - in contract 30% discount Service: LEXIS ADVANCE; Employee: NOLAN SEAN; Charge Type: ACCESS CHARGE; Quantity: 11.0	\$609.36
08/02/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US CASES; Employee: NOLAN SEAN; Charge Type: DOC ACCESS; Quantity: 9.0	\$12.60
08/02/19	Telephone - Long Distance VENDOR: JOSEPH E. SZYDLO INVOICE#: 3539728108200204 DATE: 8/20/2019 Court Calls, 08/02/19, Fees for telephonic hearing appearance (listen-only line) in Sears, CourtSolutions	\$70.00
08/02/19	Local Transportation - Overtime VENDOR: JOSEPH E. SZYDLO INVOICE#: 3578014208291607 DATE: 8/29/2019	\$27.96
	Working Late in Office Taxi/Car/etc, 08/02/19, Late cab from OBP to home after conducting research regarding confirmation requirements., NYC Taxi Cab	
08/03/19	Duplication - In House Photocopy - User # 990100, NY, 1 page(s)	\$0.20
08/04/19	Computerized Legal Research - Westlaw - in contract 30% discount User: MAKHKAMOVA SHIRIN Date: 8/4/2019 AcctNumber: 1000193694 ConnectTime: 0.0	\$106.71
08/05/19	Duplication - In House Photocopy - Conn, Michelle, NY, 2080 page(s)	\$416.00
08/05/19	Duplication - In House Photocopy - Levy, Sophia, NY, 39 page(s)	\$7.80
08/05/19	Local Transportation - Overtime	\$56.73

VENDOR: DEAN L. CHAPMAN
INVOICE#: 3533767808062105 DATE:
8/6/2019
Working Late in Office Taxi/Car/etc,
08/05/19, Overtime taxi, Uber

08/05/19 Computerized Legal Research - Westlaw \$188.05
- in contract 30% discount User:
KULIKOWSKI JILLIAN Date: 8/5/2019
AcctNumber: 1000193694 ConnectTime:
0.0

08/05/19 Computerized Legal Research - Westlaw \$22.39
- in contract 30% discount User:
NOLAN SEAN Date: 8/5/2019
AcctNumber: 1000193694 ConnectTime:
0.0

08/05/19 Computerized Legal Research - Westlaw \$241.02
- in contract 30% discount User:
BERNLOHR ELISE Date: 8/5/2019
AcctNumber: 1000193694 ConnectTime:
0.0

08/05/19 Computerized Legal Research - Westlaw \$426.83
- in contract 30% discount User: CHEN
JULIUS Date: 8/5/2019 AcctNumber:
1000532285 ConnectTime: 0.0

08/05/19 Computerized Legal Research - Lexis - in \$521.37
contract 30% discount Service: LEXIS
ADVANCE; Employee: NOLAN SEAN;
Charge Type: ACCESS CHARGE;
Quantity: 9.0

08/05/19 Computerized Legal Research - Lexis - in \$35.25
contract 30% discount Service: US
CASES; Employee: NOLAN SEAN;
Charge Type: DOC ACCESS; Quantity:
24.0

08/05/19 Meals (100%) VENDOR: GRUBHUB \$20.00
HOLDINGS INC F/K/A SEA/DC upload
INVOICE#: 3171069 DATE: 8/11/2019

08/05/19 Dean Chapman - Akdeniz - 8/5/2019 1 \$204.00
Transcripts VENDOR: VERITEXT
INVOICE#: NY3890185 DATE:
8/5/2019
Transcriber fee for transcript of August 2,
2019 hearing.

08/05/19 Transcripts VENDOR: VERITEXT \$378.00
INVOICE#: NY3888932 DATE:
8/5/2019
Transcriber fee for transcript of July 31,
2019 hearing.

08/06/19 Computerized Legal Research - Westlaw \$213.42
- in contract 30% discount User: LATOV
JEFFREY Date: 8/6/2019 AcctNumber:
1000193694 ConnectTime: 0.0

08/06/19 Computerized Legal Research - Westlaw \$106.71
- in contract 30% discount User: CHEN
JULIUS Date: 8/6/2019 AcctNumber:
1000532285 ConnectTime: 0.0

08/06/19 Computerized Legal Research - Lexis - in \$173.79
contract 30% discount Service: LEXIS

08/06/19	ADVANCE; Employee: SZYDLO JOSEPH; Charge Type: ACCESS CHARGE; Quantity: 3.0 Computerized Legal Research - Lexis - in contract 30% discount Service: US CASES; Employee: SZYDLO JOSEPH; Charge Type: DOC ACCESS; Quantity: 7.0	\$10.27
08/06/19	Meals (100%) VENDOR: GRUBHUB HOLDINGS INC F/K/A SEA/DC upload INVOICE#: 3171069 DATE: 8/11/2019 Jeff Jeffrey) Latov - Croton Reservoir Tavern - 8/6/2019 1	\$20.00
08/06/19	Local Transportation - Overtime VENDOR: JOSEPH E. SZYDLO INVOICE#: 3578014208291607 DATE: 8/29/2019 Working Late in Office Taxi/Car/etc, 08/06/19, Late cab from OBP to home after conducting research regarding confirmation requirements., NYC Taxi Cab	\$24.36
08/07/19	Computerized Legal Research - Lexis - in contract 30% discount Service: LEXIS ADVANCE; Employee: NOLAN SEAN; Charge Type: ACCESS CHARGE; Quantity: 1.0	\$57.93
08/07/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US CASES; Employee: NOLAN SEAN; Charge Type: DOC ACCESS; Quantity: 21.0	\$30.81
08/07/19	Computerized Legal Research - Lexis - in contract 30% discount Service: LEXIS ADVANCE; Employee: SZYDLO JOSEPH; Charge Type: ACCESS CHARGE; Quantity: 6.0	\$347.58
08/07/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US CASES; Employee: SZYDLO JOSEPH; Charge Type: DOC ACCESS; Quantity: 32.0	\$46.99
08/07/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US STATUTORY CODES; Employee: SZYDLO JOSEPH; Charge Type: DOC ACCESS; Quantity: 1.0	\$1.47
08/08/19	Professional Fees - Miscellaneous VENDOR: H5 INVOICE#: INV-23767 DATE: 8/8/2019 Key Document Identification (Hours) Data Management (Hours)	\$2,587.50
08/08/19	Computerized Legal Research - Westlaw - in contract 30% discount User: LATOV JEFFREY Date: 8/8/2019 AcctNumber: 1000193694 ConnectTime: 0.0	\$106.71
08/08/19	Computerized Legal Research - Westlaw - in contract 30% discount User:	\$129.09

	NOLAN SEAN Date: 8/8/2019 AcctNumber: 1000193694 ConnectTime: 0.0	
08/08/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US CASES; Employee: NOLAN SEAN; Charge Type: DOC ACCESS; Quantity: 17.0	\$24.96
08/08/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US LAW REVIEWS AND JOURNALS; Employee: NOLAN SEAN; Charge Type: DOC ACCESS; Quantity: 2.0	\$77.73
08/08/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US STATUTORY CODES; Employee: NOLAN SEAN; Charge Type: DOC ACCESS; Quantity: 1.0	\$1.47
08/08/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US TREATISES; Employee: NOLAN SEAN; Charge Type: DOC ACCESS; Quantity: 1.0	\$38.86
08/08/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US TREATISES; Employee: NOLAN SEAN; Charge Type: DOC ACCESS; Quantity: 1.0	\$69.66
08/08/19	Meals (100%) VENDOR: GRUBHUB HOLDINGS INC F/K/A SEA/DC upload INVOICE#: 3171069 DATE: 8/11/2019 Jeff Jeffrey) Latov - Mulberry & Vine E 44th St) - 8/8/2019 1	\$20.00
08/08/19	Local Transportation - Overtime VENDOR: DEAN L. CHAPMAN INVOICE#: 3556751308152105 DATE: 8/15/2019 Working Late in Office Taxi/Car/etc, 08/08/19, Overtime taxi, NYC Taxi	\$27.30
08/09/19	Computerized Legal Research - Westlaw - in contract 30% discount User: GLACKIN PATRICK Date: 8/9/2019 AcctNumber: 1000193694 ConnectTime: 0.0	\$106.71
08/09/19	Computerized Legal Research - Lexis - in contract 30% discount Service: LEXIS ADVANCE; Employee: NOLAN SEAN; Charge Type: ACCESS CHARGE; Quantity: 4.0	\$231.72
08/09/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US CASES; Employee: NOLAN SEAN; Charge Type: DOC ACCESS; Quantity: 7.0	\$10.28
08/09/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US STATUTORY CODES; Employee: NOLAN SEAN; Charge Type: DOC	\$5.87

08/09/19	ACCESS; Quantity: 4.0 Meals (100%) VENDOR: GRUBHUB HOLDINGS INC F/K/A SEA/DC upload INVOICE#: 3171069 DATE: 8/11/2019 Jeff Jeffrey) Latov - Croton Reservoir Tavern - 8/9/2019 1	\$20.00
08/09/19	Meals (100%) VENDOR: RESTAURANT ASSOCIATES INC INVOICE#: 2033800664 DATE: 8/15/2019 08/09/0019	\$20.00
08/09/19	Local Transportation - Overtime VENDOR: JOSEPH E. SZYDLO INVOICE#: 3578014208291607 DATE: 8/29/2019 Working Late in Office Taxi/Car/etc, 08/09/19, Late cab from OBP to home after conducting research regarding confirmation requirements., Uber	\$32.02
08/09/19	Professional Fees - Miscellaneous VENDOR: H5 INVOICE#: INV-23843 DATE: 8/9/2019 Data Hosting, Hosting Project Management Hours; User fees	\$25,514.85
08/10/19	Computerized Legal Research - Westlaw - in contract 30% discount User: LATOV JEFFREY Date: 8/10/2019 AcctNumber: 1000193694 ConnectTime: 0.0	\$289.53
08/10/19	Computerized Legal Research - Westlaw - in contract 30% discount User: MAKHKAMOVA SHIRIN Date: 8/10/2019 AcctNumber: 1000193694 ConnectTime: 0.0	\$106.71
08/11/19	Meals - Overtime VENDOR: SARA L. BRAUNER INVOICE#: 3549456708161601 DATE: 8/16/2019 All working late in office Meals, 08/11/19, Working meal., Whole Foods Market, Sara Brauner	\$19.06
08/11/19	Local Transportation - Overtime VENDOR: SARA L. BRAUNER INVOICE#: 3549456708161601 DATE: 8/16/2019 Working Late in Office Taxi/Car/etc, 08/11/19, Car home after working late on weekend., Uber	\$11.64
08/11/19	Computerized Legal Research - Westlaw - in contract 30% discount User: GLACKIN PATRICK Date: 8/11/2019 AcctNumber: 1000193694 ConnectTime: 0.0	\$106.71
08/11/19	Computerized Legal Research - Westlaw - in contract 30% discount User: LATOV JEFFREY Date: 8/11/2019 AcctNumber: 1000193694 ConnectTime: 0.0	\$320.12
08/11/19	Computerized Legal Research - Westlaw - in contract 30% discount User: MAKHKAMOVA SHIRIN Date:	\$106.71

8/11/2019 AcctNumber: 1000193694
ConnectTime: 0.0
08/12/19 Duplication - In House Photocopy - \$1,600.60
Walls, Bennett, NY, 8003 page(s)
08/12/19 Local Transportation - Overtime \$25.65
VENDOR: JEFFREY A. LATOV
INVOICE#: 3557158508152305 DATE:
8/15/2019
Working Late in Office Taxi/Car/etc,
08/12/19, Late work at the office., Uber
08/12/19 Computerized Legal Research - Westlaw \$106.71
- in contract 30% discount User: LATOV
JEFFREY Date: 8/12/2019 AcctNumber:
1000193694 ConnectTime: 0.0
08/12/19 Computerized Legal Research - Westlaw \$213.42
- in contract 30% discount User:
MAKHKAMOVA SHIRIN Date:
8/12/2019 AcctNumber: 1000193694
ConnectTime: 0.0
08/12/19 Computerized Legal Research - Lexis - in \$57.62
contract 30% discount Service: LEXIS
ADVANCE; Employee: SZYDLO
JOSEPH; Charge Type: ACCESS
CHARGE; Quantity: 1.0
08/12/19 Computerized Legal Research - Lexis - in \$2.92
contract 30% discount Service: US
CASES; Employee: SZYDLO JOSEPH;
Charge Type: DOC ACCESS; Quantity:
2.0
08/12/19 Meals (100%) VENDOR: GRUBHUB \$20.00
HOLDINGS INC F/K/A SEA/DC upload
INVOICE#: 3175026 DATE: 8/18/2019
Jeff Jeffrey) Latov - Croton Reservoir
Tavern - 8/12/2019
08/13/19 Duplication - In House Photocopy - \$1,000.00
Walls, Bennett, NY, 5000 page(s)
08/13/19 Meals - Overtime VENDOR: JILLIAN \$13.88
R. KULIKOWSKI INVOICE#:
3556706908151902 DATE: 8/15/2019
All working late in office Meals,
08/13/19, Working late meal - Reviewing
documents for client Sears, Sweetgreen,
Jillian Kulikowski
08/13/19 Local Transportation - Overtime \$15.38
VENDOR: SARA L. BRAUNER
INVOICE#: 3549456708161601 DATE:
8/16/2019
Working Late in Office Taxi/Car/etc,
08/13/19, Car home after working late on
weekend., VTS NYC Taxi Group
08/13/19 Computerized Legal Research - Westlaw \$106.71
- in contract 30% discount User:
MAKHKAMOVA SHIRIN Date:
8/13/2019 AcctNumber: 1000193694
ConnectTime: 0.0
08/13/19 Computerized Legal Research - Lexis - in \$57.62
contract 30% discount Service: LEXIS
ADVANCE; Employee: MAHKAMOVA

	SHIRIN; Charge Type: ACCESS CHARGE; Quantity: 1.0	
08/13/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US COURT DOCUMENTS; Employee: MAHKAMOVA SHIRIN; Charge Type: DOC ACCESS; Quantity: 4.0	\$291.78
08/13/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US MOTIONS; Employee: MAHKAMOVA SHIRIN; Charge Type: DOC ACCESS; Quantity: 1.0	\$72.95
08/13/19	Meals (100%) VENDOR: GRUBHUB HOLDINGS INC F/K/A SEA/DC upload INVOICE#: 3175026 DATE: 8/18/2019 John Kane - Dig Inn 275 Madison - 8/13/2019	\$20.00
08/13/19	Meals (100%) VENDOR: GRUBHUB HOLDINGS INC F/K/A SEA/DC upload INVOICE#: 3175026 DATE: 8/18/2019 Shirin Mahkamova - Sushi Time - 8/13/2019	\$20.00
08/13/19	Local Transportation - Overtime VENDOR: JOSEPH E. SZYDLO INVOICE#: 3578014208291607 DATE: 8/29/2019 Working Late in Office Taxi/Car/etc, 08/13/19, Late cab from OBP to home after conducting research regarding confirmation requirements., NYC Taxi Cab	\$27.96
08/13/19	Meals - Overtime VENDOR: JOSEPH E. SZYDLO INVOICE#: 3578014208291607 DATE: 8/29/2019 All working late in office Meals, 08/13/19, Working dinner in office while conducting research regarding confirmation requirements., Aya Sushi, Joe Szydlo	\$20.00
08/14/19	Computerized Legal Research - Westlaw - in contract 30% discount User: GLACKIN PATRICK Date: 8/14/2019 AcctNumber: 1000193694 ConnectTime: 0.0	\$106.71
08/14/19	Computerized Legal Research - Westlaw - in contract 30% discount User: MAKHAKAMOVA SHIRIN Date: 8/14/2019 AcctNumber: 1000193694 ConnectTime: 0.0	\$106.71
08/14/19	Computerized Legal Research - Lexis - in contract 30% discount Service: LEXIS ADVANCE; Employee: NOLAN SEAN; Charge Type: ACCESS CHARGE; Quantity: 6.0	\$345.76
08/14/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US CASES; Employee: NOLAN SEAN; Charge Type: DOC ACCESS; Quantity:	\$8.74

08/14/19	6.0 Meals (100%) VENDOR: GRUBHUB HOLDINGS INC F/K/A SEA/DC upload INVOICE#: 3175026 DATE: 8/18/2019 Jeff Jeffrey) Latov - Croton Reservoir Tavern - 8/14/2019	\$20.00
08/14/19	Meals (100%) VENDOR: GRUBHUB HOLDINGS INC F/K/A SEA/DC upload INVOICE#: 3175026 DATE: 8/18/2019 John Kane - Brooklyn Diner W 43rd St) - 8/14/2019	\$20.00
08/15/19	Computerized Legal Research - Westlaw - in contract 30% discount User: MAKHKAMOVA SHIRIN Date: 8/15/2019 AcctNumber: 1000193694 ConnectTime: 0.0	\$106.71
08/15/19	Computerized Legal Research - Westlaw - in contract 30% discount User: BERNLOHR ELISE Date: 8/15/2019 AcctNumber: 1000193694 ConnectTime: 0.0	\$106.71
08/15/19	Computerized Legal Research - Lexis - in contract 30% discount Service: LEXIS ADVANCE; Employee: NOLAN SEAN; Charge Type: ACCESS CHARGE; Quantity: 1.0	\$57.62
08/15/19	Meals (100%) VENDOR: GRUBHUB HOLDINGS INC F/K/A SEA/DC upload INVOICE#: 3175026 DATE: 8/18/2019 Bennett Walls - Dos Toros Taqueria W 40th St) - 8/15/2019	\$15.22
08/15/19	Meals (100%) VENDOR: GRUBHUB HOLDINGS INC F/K/A SEA/DC upload INVOICE#: 3175026 DATE: 8/18/2019 Jeff Jeffrey) Latov - Osteria al Doge - 8/15/2019	\$20.00
08/16/19	Computerized Legal Research - Westlaw - in contract 30% discount User: LANIER ZACH Date: 8/16/2019 AcctNumber: 1000193694 ConnectTime: 0.0	\$289.53
08/16/19	Computerized Legal Research - Westlaw - in contract 30% discount User: MAKHKAMOVA SHIRIN Date: 8/16/2019 AcctNumber: 1000193694 ConnectTime: 0.0	\$213.42
08/16/19	Computerized Legal Research - Lexis - in contract 30% discount Service: LEXIS ADVANCE; Employee: MAHKAMOVA SHIRIN; Charge Type: ACCESS CHARGE; Quantity: 1.0	\$57.62
08/16/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US TREATISES; Employee: MAHKAMOVA SHIRIN; Charge Type: DOC ACCESS; Quantity: 3.0	\$207.89
08/16/19	Computerized Legal Research - Lexis - in contract 30% discount Service: LEXIS	\$115.26

	ADVANCE; Employee: SZYDLO JOSEPH; Charge Type: ACCESS CHARGE; Quantity: 2.0	
08/16/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US BRIEFS; Employee: SZYDLO JOSEPH; Charge Type: DOC ACCESS; Quantity: 6.0	\$437.68
08/16/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US CASES; Employee: SZYDLO JOSEPH; Charge Type: DOC ACCESS; Quantity: 29.0	\$42.29
08/16/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US MOTIONS; Employee: SZYDLO JOSEPH; Charge Type: DOC ACCESS; Quantity: 5.0	\$364.73
08/16/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US STATUTORY CODES; Employee: SZYDLO JOSEPH; Charge Type: DOC ACCESS; Quantity: 2.0	\$2.91
08/17/19	Duplication - In House Photocopy - Walls, Bennett, NY, 2381 page(s)	\$476.20
08/17/19	Duplication - In House Photocopy - Walls, Bennett, NY, 8366 page(s)	\$1,673.20
08/17/19	Duplication - In House Photocopy - Walls, Bennett, NY, 5952 page(s)	\$1,190.40
08/19/19	Duplication - In House Photocopy - Walls, Bennett, NY, 10464 page(s)	\$2,092.80
08/19/19	Duplication - In House Photocopy - User # 990100, NY, 5664 page(s)	\$1,132.80
08/19/19	Computerized Legal Research - Westlaw - in contract 30% discount User: MAKHAKAMOVA SHIRIN Date: 8/19/2019 AcctNumber: 1000193694 ConnectTime: 0.0	\$133.57
08/19/19	Computerized Legal Research - Lexis - in contract 30% discount Service: LEXIS ADVANCE; Employee: SZYDLO JOSEPH; Charge Type: ACCESS CHARGE; Quantity: 1.0	\$57.53
08/19/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US CASES; Employee: SZYDLO JOSEPH; Charge Type: DOC ACCESS; Quantity: 38.0	\$55.34
08/19/19	Meals (100%) VENDOR: GRUBHUB HOLDINGS INC F/K/A SEA/DC upload INVOICE#: 3176024 DATE: 8/25/2019 Jeff Jeffrey Latov - Croton Reservoir Tavern - 8/19/2019	\$20.00
08/20/19	Computerized Legal Research - Westlaw - in contract 30% discount User: NOLAN SEAN Date: 8/20/2019 AcctNumber: 1000193694 ConnectTime: 0.0	\$235.80

SEARS CREDITORS COMMITTEE
Invoice Number: 1852182Page 11
October 11, 2019

08/20/19	Computerized Legal Research - Westlaw - in contract 30% discount User: BERNLOHR ELISE Date: 8/20/2019 AcctNumber: 1000193694 ConnectTime: 0.0	\$335.05
08/20/19	Computerized Legal Research - Lexis - in contract 30% discount Service: LEXIS ADVANCE; Employee: NOLAN SEAN; Charge Type: ACCESS CHARGE; Quantity: 6.0	\$345.14
08/20/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US CASES; Employee: NOLAN SEAN; Charge Type: DOC ACCESS; Quantity: 3.0	\$4.37
08/20/19	Computerized Legal Research - Lexis - in contract 30% discount Service: LEXIS ADVANCE; Employee: SZYDLO JOSEPH; Charge Type: ACCESS CHARGE; Quantity: 2.0	\$115.05
08/20/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US CASES; Employee: SZYDLO JOSEPH; Charge Type: DOC ACCESS; Quantity: 2.0	\$2.91
08/20/19	Local Transportation - Overtime VENDOR: SARA L. BRAUNER INVOICE#: 3568600408281203 DATE: 8/28/2019 Working Late in Office Taxi/Car/etc, 08/20/19, Cab home after working late., Credit Mobile Technologies LLC	\$14.15
08/20/19	Meals (100%) VENDOR: GRUBHUB HOLDINGS INC F/K/A SEA/DC upload INVOICE#: 3176024 DATE: 8/25/2019 Jeff Jeffrey) Latov - Mulberry & Vine E 44th St) - 8/20/2019	\$20.00
08/20/19	Local Transportation - Overtime VENDOR: JOSEPH E. SZYDLO INVOICE#: 3578014208291607 DATE: 8/29/2019 Working Late in Office Taxi/Car/etc, 08/20/19, Late cab from OBP to home after conducting research regarding confirmation requirements., NYC Taxi Cab	\$29.75
08/21/19	Computerized Legal Research - Westlaw - in contract 30% discount User: SHARAD SAURABH Date: 8/21/2019 AcctNumber: 1000193694 ConnectTime: 0.0	\$411.16
08/21/19	Computerized Legal Research - Westlaw - in contract 30% discount User: BERNLOHR ELISE Date: 8/21/2019 AcctNumber: 1000193694 ConnectTime: 0.0	\$320.12
08/21/19	Computerized Legal Research - Lexis - in contract 30% discount Service: LEXIS	\$57.53

	ADVANCE; Employee: NOLAN SEAN; Charge Type: ACCESS CHARGE; Quantity: 1.0	
08/21/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US CASES; Employee: NOLAN SEAN; Charge Type: DOC ACCESS; Quantity: 3.0	\$4.37
08/21/19	Computerized Legal Research - Lexis - in contract 30% discount Service: LEXIS ADVANCE; Employee: SZYDLO JOSEPH; Charge Type: ACCESS CHARGE; Quantity: 2.0	\$115.05
08/21/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US CASES; Employee: SZYDLO JOSEPH; Charge Type: DOC ACCESS; Quantity: 9.0	\$13.10
08/21/19	Local Transportation - Overtime VENDOR: SARA L. BRAUNER INVOICE#: 3568600408281203 DATE: 8/28/2019 Working Late in Office Taxi/Car/etc, 08/21/19, Cab home after working late., VTS Lightsource Inc.	\$16.00
08/21/19	Meals (100%) VENDOR: GRUBHUB HOLDINGS INC F/K/A SEA/DC upload INVOICE#: 3176024 DATE: 8/25/2019 Jeff Jeffrey) Latov - Croton Reservoir Tavern - 8/21/2019	\$20.00
08/22/19	Filing Fees VENDOR: KELLY A. OWEN-DIAZ INVOICE#: 3574185208231701 DATE: 8/23/2019 Filing Fees, 08/22/19, Filing - Notice of Appeal (Jef fLatov), US Bankruptcy Court, SDNY	\$298.00
08/22/19	Travel - Ground Transportation VENDOR: SARA L. BRAUNER INVOICE#: 3568600408261704 DATE: 8/26/2019 Taxi/Car Service/Public Transport, 08/22/19, Cab to hearing in White Plains., Uber	\$107.69
08/22/19	Travel - Ground Transportation VENDOR: SARA L. BRAUNER INVOICE#: 3568600408261704 DATE: 8/26/2019 Taxi/Car Service/Public Transport, 08/22/19, Cab from hearing in White Plains to office., Uber	\$50.07
08/22/19	Computerized Legal Research - Westlaw - in contract 30% discount User: BERNLOHR ELISE Date: 8/22/2019 AcctNumber: 1000193694 ConnectTime: 0.0	\$289.53
08/22/19	Computerized Legal Research - Lexis - in contract 30% discount Service: LEXIS ADVANCE; Employee: NOLAN SEAN;	\$230.09

SEARS CREDITORS COMMITTEE
Invoice Number: 1852182

Page 13
October 11, 2019

08/22/19	Charge Type: ACCESS CHARGE; Quantity: 4.0 Computerized Legal Research - Lexis - in contract 30% discount Service: US CASES; Employee: NOLAN SEAN; Charge Type: DOC ACCESS; Quantity: 11.0	\$16.02
08/22/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US STATUTORY CODES; Employee: NOLAN SEAN; Charge Type: DOC ACCESS; Quantity: 1.0	\$1.46
08/22/19	Computerized Legal Research - Lexis - in contract 30% discount Service: LEXIS ADVANCE; Employee: SZYDLO JOSEPH; Charge Type: ACCESS CHARGE; Quantity: 2.0	\$115.05
08/22/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US CASES; Employee: SZYDLO JOSEPH; Charge Type: DOC ACCESS; Quantity: 8.0	\$11.65
08/22/19	Local Transportation - Overtime VENDOR: JOSEPH E. SZYDLO INVOICE#: 3584530308281904 DATE: 8/28/2019 Working Late in Office Taxi/Car/etc, 08/22/19, Late cab from office to home after conducting research regarding confirmation requirements, NYC Taxi Cab	\$27.95
08/22/19	Meals (100%) VENDOR: GRUBHUB HOLDINGS INC F/K/A SEA/DC upload INVOICE#: 3176024 DATE: 8/25/2019 Jeff Jeffrey) Latov - West Side Steakhouse - 8/22/2019	\$20.00
08/23/19	Computerized Legal Research - Westlaw - in contract 30% discount User: NOLAN SEAN Date: 8/23/2019 AcctNumber: 1000193694 ConnectTime: 0.0	\$235.80
08/23/19	Computerized Legal Research - Westlaw - in contract 30% discount User: SHARAD SAURABH Date: 8/23/2019 AcctNumber: 1000193694 ConnectTime: 0.0	\$210.43
08/23/19	Computerized Legal Research - Lexis - in contract 30% discount Service: LEXIS ADVANCE; Employee: NOLAN SEAN; Charge Type: ACCESS CHARGE; Quantity: 6.0	\$345.14
08/23/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US CASES; Employee: NOLAN SEAN; Charge Type: DOC ACCESS; Quantity: 13.0	\$18.93
08/23/19	Computerized Legal Research - Lexis - in contract 30% discount Service: LEXIS	\$115.05

	ADVANCE; Employee: SZYDLO JOSEPH; Charge Type: ACCESS CHARGE; Quantity: 2.0	
08/23/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US CASES; Employee: SZYDLO JOSEPH; Charge Type: DOC ACCESS; Quantity: 15.0	\$21.84
08/26/19	Telephone - Long Distance VENDOR: ZACHARY D. LANIER INVOICE#: 3584549108281707 DATE: 8/28/2019 Court Calls, 08/26/19, Fees for telephonic hearing appearance in Sears hearing held on Aug. 22nd., CourtCall	\$114.00
08/26/19	Local Transportation - Overtime VENDOR: JOSEPH E. SZYDLO INVOICE#: 3584530308281904 DATE: 8/28/2019 Working Late in Office Taxi/Car/etc, 08/26/19, Late cab from office to home after conducting research regarding confirmation requirements, NYC Taxi Cab	\$27.36
08/26/19	Computerized Legal Research - Lexis - in contract 30% discount Service: LEXIS ADVANCE; Employee: SZYDLO JOSEPH; Charge Type: ACCESS CHARGE; Quantity: 2.0	\$111.92
08/26/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US CASES; Employee: SZYDLO JOSEPH; Charge Type: DOC ACCESS; Quantity: 29.0	\$41.03
08/26/19	Meals (100%) VENDOR: GRUBHUB HOLDINGS INC F/K/A SEA/DC upload INVOICE#: 3182835 DATE: 9/1/2019 Dean Chapman - Arno - 8/26/2019	\$20.00
08/26/19	Local Transportation - Overtime VENDOR: DEAN L. CHAPMAN INVOICE#: 3599886109111703 DATE: 9/11/2019 Working Late in Office Taxi/Car/etc, 08/26/19, Overtime taxi, NYC Taxi	\$18.95
08/27/19	Computerized Legal Research - Westlaw - in contract 30% discount User: SHARAD SAURABH Date: 8/27/2019 AcctNumber: 1000193694 ConnectTime: 0.0	\$579.05
08/27/19	Computerized Legal Research - Westlaw - in contract 30% discount User: BERNLOHR ELISE Date: 8/27/2019 AcctNumber: 1000193694 ConnectTime: 0.0	\$152.22
08/27/19	Computerized Legal Research - Lexis - in contract 30% discount Service: LEXIS ADVANCE; Employee: SZYDLO JOSEPH; Charge Type: ACCESS CHARGE; Quantity: 2.0	\$111.92

SEARS CREDITORS COMMITTEE

Invoice Number: 1852182

Page 15
October 11, 2019

08/27/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US CASES; Employee: SZYDLO JOSEPH; Charge Type: DOC ACCESS; Quantity: 66.0	\$93.40
08/27/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US CLE COURSE OF STUDY MATERIALS; Employee: SZYDLO JOSEPH; Charge Type: DOC ACCESS; Quantity: 1.0	\$37.54
08/27/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US LAW REVIEWS AND JOURNALS; Employee: SZYDLO JOSEPH; Charge Type: DOC ACCESS; Quantity: 3.0	\$112.62
08/27/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US PRACTICE GUIDES; Employee: SZYDLO JOSEPH; Charge Type: DOC ACCESS; Quantity: 1.0	\$37.54
08/27/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US STATUTORY CODES; Employee: SZYDLO JOSEPH; Charge Type: DOC ACCESS; Quantity: 2.0	\$2.83
08/27/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US TREATISES; Employee: SZYDLO JOSEPH; Charge Type: DOC ACCESS; Quantity: 1.0	\$37.54
08/27/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US TREATISES; Employee: SZYDLO JOSEPH; Charge Type: DOC ACCESS; Quantity: 1.0	\$67.29
08/27/19	Meals (100%) VENDOR: GRUBHUB HOLDINGS INC F/K/A SEA/DC upload INVOICE#: 3182835 DATE: 9/1/2019 Saurabh Sharad - Natsumi - 8/27/2019	\$20.00
08/27/19	Local Transportation - Overtime VENDOR: JOSEPH E. SZYDLO INVOICE#: 3604725309102005 DATE: 9/10/2019 Working Late in Office Taxi/Car/etc, 08/27/19, Late car from office to home after conducting research regarding confirmation requirements., NYC Taxi Cab	\$27.36
08/28/19	Computerized Legal Research - Lexis - in contract 30% discount Service: LEXIS ADVANCE; Employee: SZYDLO JOSEPH; Charge Type: ACCESS CHARGE; Quantity: 2.0	\$111.92
08/28/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US CASES; Employee: SZYDLO JOSEPH; Charge Type: DOC ACCESS; Quantity: 77.0	\$109.03

08/28/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US STATUTORY CODES; Employee: SZYDLO JOSEPH; Charge Type: DOC ACCESS; Quantity: 1.0	\$1.41
08/28/19	Transcripts VENDOR: VERITEXT INVOICE#: NY3922444 DATE: 8/28/2019 Transcriber fee for transcript of August 22, 2019 hearing.	\$192.00
08/28/19	Meals - Overtime VENDOR: SHIRIN MAHKAMOVA INVOICE#: 3605636009062000 DATE: 9/6/2019 All working late in office Meals, 08/28/19, Dinner re late night work., Tender Greens Bryant Park, Shirin Mahkamova	\$17.42
08/29/19	Computerized Legal Research - Westlaw - in contract 30% discount User: NOLAN SEAN Date: 8/29/2019 AcctNumber: 1000193694 ConnectTime: 0.0	\$44.77
08/29/19	Computerized Legal Research - Lexis - in contract 30% discount Service: LEXIS ADVANCE; Employee: SZYDLO JOSEPH; Charge Type: ACCESS CHARGE; Quantity: 4.0	\$223.83
08/29/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US CASES; Employee: SZYDLO JOSEPH; Charge Type: DOC ACCESS; Quantity: 14.0	\$19.82
08/29/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US LAW REVIEWS AND JOURNALS; Employee: SZYDLO JOSEPH; Charge Type: DOC ACCESS; Quantity: 1.0	\$37.54
08/29/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US TREATISES; Employee: SZYDLO JOSEPH; Charge Type: DOC ACCESS; Quantity: 1.0	\$67.29
08/29/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US TREATISES; Employee: SZYDLO JOSEPH; Charge Type: DOC ACCESS; Quantity: 1.0	\$37.54
08/29/19	Transcripts VENDOR: VERITEXT INVOICE#: NY3924899 DATE: 8/29/2019 Transcriber fee for transcript of August 23, 2019 hearing.	\$202.80
08/30/19	Postage US Postage - Owen-Diaz, Kelly, NY, 1 piece(s)	\$2.15
08/30/19	Computerized Legal Research - Westlaw - in contract 30% discount User: MAKHKAMOVA SHIRIN Date: 8/30/2019 AcctNumber: 1000193694	\$106.71

SEARS CREDITORS COMMITTEE
Invoice Number: 1852182

Page 17
October 11, 2019

08/30/19	ConnectTime: 0.0 Computerized Legal Research - Westlaw - in contract 30% discount User: SHARAD SAURABH Date: 8/30/2019 AcctNumber: 1000193694 ConnectTime: 0.0	\$1,202.87
08/30/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US CASES; Employee: LATOV JEFFREY; Charge Type: DOC ACCESS; Quantity: 1.0	\$1.41
08/30/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US TREATISES; Employee: LATOV JEFFREY; Charge Type: DOC ACCESS; Quantity: 1.0	\$67.29
08/30/19	Computerized Legal Research - Lexis - in contract 30% discount Service: LEXIS ADVANCE; Employee: SZYDLO JOSEPH; Charge Type: ACCESS CHARGE; Quantity: 1.0	\$55.96
08/30/19	Computerized Legal Research - Lexis - in contract 30% discount Service: US CASES; Employee: SZYDLO JOSEPH; Charge Type: DOC ACCESS; Quantity: 8.0	\$11.33
08/30/19	Court Cost VENDOR: US LEGAL SUPPORT (760523238) INVOICE#: 130119396 DATE: 8/30/2019 Court reporting services	\$1,404.70
08/30/19	Court Cost VENDOR: US LEGAL SUPPORT (760523238) INVOICE#: 130119415 DATE: 8/30/2019 Court reporting services	\$1,385.50
	Current Expenses	\$93,272.94

Total Amount of This Invoice **\$1,466,038.94**

H5



Invoice Date: 7/12/2019

Invoice Number: INV-23503

Billing Address:	Mr. Christopher W. Carty Akin Gump Strauss Hauer & Feld LLP One Bryant Park Bank of America Tower New York NY 10036	H5 595 Market Street Suite 610 San Francisco CA 94105 (415) 625-6700
-------------------------	---	--

Client Matter	Client Matter #	Start Date	End Date	Terms
In re: Sears Holding Corp.		6/1/2019	6/30/2019	Due upon receipt

Service Description	Qty	Unit Rate	TOTAL
Data Hosting (0 - 500 GB)	500	\$15.00	\$7,500.00
Data Hosting (501 - 2,000 GB)	708.3	\$13.00	\$9,207.90
Hosting Project Management (Hours)	1.5	\$185.00	\$277.50
User Fees (Users)	68	\$85.00	\$5,780.00

Subtotal	\$22,765.40
Tax Total	\$0.00
Total	\$22,765.40

If Payment by Check
H5
PO Box 347549
Pittsburgh, PA 15251-4549
Tax ID#: 94-3339333

If Payment by Wire
H5
Silicon Valley Bank
3003 Tasman Drive, Santa Clara, CA
Acct: 33 00 79 53 58
Routing: 121 140 399

H5



Invoice Date: 8/8/2019

Invoice Number: INV-23767

Billing Address:	Mr. Christopher W. Carty Akin Gump Strauss Hauer & Feld LLP One Bryant Park Bank of America Tower New York NY 10036	H5 595 Market Street, Suite 610 San Francisco CA 94105 (415) 625-6700 clientbilling@h5.com
-------------------------	---	--

Client Matter	Client Matter #	Start Date	End Date	Terms
In re: Sears Holding Corp.	18-23538	7/1/2019	7/31/2019	Due upon receipt

Service Description	Qty	Unit Rate	TOTAL
Key Document Identification (Hours)	5.5	\$450.00	\$2,475.00
Data Management (Hours)	0.5	\$225.00	\$112.50

eDiscovery services are billed separately.

Subtotal	\$2,587.50
Tax Total	\$0.00
Total	\$2,587.50

If Payment by Check

H5
PO Box 347549
Pittsburgh, PA 15251-4549
Tax ID#: 94-3339333

If Payment by Wire or ACH

H5
Silicon Valley Bank
3003 Tasman Drive, Santa Clara, CA
Acct: 33 00 79 53 58
Routing: 121 140 399

If Payment by American Express

Please email clientbilling@h5.com to inquire.

Sorry, we do not accept VISA or Mastercard at this time.

H5



Invoice Date: 8/9/2019

Invoice Number: INV-23843

Billing Address:	Mr. Christopher W. Carty Akin Gump Strauss Hauer & Feld LLP One Bryant Park Bank of America Tower New York NY 10036	H5 595 Market Street, Suite 610 San Francisco CA 94105 (415) 625-6700 clientbilling@h5.com
-------------------------	---	--

Client Matter	Client Matter #	Start Date	End Date	Terms
In re: Sears Holding Corp.		7/1/2019	7/31/2019	Due upon receipt

Service Description	Qty	Unit Rate	TOTAL
Data Hosting (0 - 500 GB)	500	\$15.00	\$7,500.00
Data Hosting (501 - 2,000 GB)	788.5	\$13.00	\$10,250.50
Hosting Project Management (Hours) <i>Analyst-Level Rate</i>	6.01	\$185.00	\$1,111.85
Hosting Project Management (Hours) <i>Senior-Level Rate</i>	3.5	\$225.00	\$787.50
User Fees (Users)	69	\$85.00	\$5,865.00

Subtotal	\$25,514.85
Tax Total	\$0.00
Total	\$25,514.85

If Payment by Check

H5
PO Box 347549
Pittsburgh, PA 15251-4549
Tax ID#: 94-3339333

If Payment by Wire or ACH

H5
Silicon Valley Bank
3003 Tasman Drive, Santa Clara, CA
Acct: 33 00 79 53 58
Routing: 121 140 399

If Payment by American Express

Please email clientbilling@h5.com to inquire.

Sorry, we do not accept VISA or Mastercard at this time.